



**Cardiff Community Association
Bylaws**

Revised: 26 April 2018; 15 August, 2018

**Bylaws
Of
Cardiff Community Association**

Preamble

The name of the Association is the Cardiff Community Association, which may also be known or referred to as CCA, or the Association. The following articles set forth the Bylaws of the Society.

1) INTERPRETATION

In these bylaws and in the objectives of the Cardiff Community Association

- a) "The Association" shall mean 'Cardiff Community Association'
- b) A "Special Resolution" means a resolution passed by not less than a three-quarter majority of members in good standing as are present and entitled to vote at the General Meeting of which 21 days notice specifying the intention to propose the resolution as a special resolution has been dully given.
- c) Gender may be used in these bylaws and should be construed as both male and female gender
- d) The "Executive" of the Association shall consist of its Officers, Committee Chairs and Directors.

2) MEMBERSHIP

- a) Membership is open to anyone living in Cardiff, Alberta.
- b) All members must comply with the bylaws and rules of the Association.
- c) Any member who wishes to withdraw from the membership of the Association may notify the executive in writing to that effect and on receipt by the executive of such notice, the membership shall cease.
- d) The Association may, by Special Resolution at a General meeting called for such a purpose, expel any Member for any cause that which is deemed sufficient in the interests of the Association. This decision is final. On passage of the Special Resolution, the membership shall cease.
- e) The membership of a Member is ended when they move from the community or upon death.
- f) No right or privilege of any Member is transferable to another person. All rights and privileges cease when the Member resigns, dies, or is expelled from the Association.
- g) No Member is, in his individual capacity, liable for any debt or liability of the Association.

3) **MEETINGS**

The Annual General meeting of the Association shall be held on or before the end of

- a) April in each year at such time and place as the Executive shall decide.
- b) The Association may also have Special meetings on such dates as shall be fixed at the next preceding general meeting of the Association and such meetings will be known as Special Meetings.
- c) Notice of any meeting, including the Annual General meeting, shall be given to all members by the Secretary by mail, telephone or by any other effective method at least 21 days prior (exclusive of Sunday) to such meetings. The accidental omission to give notice of any meeting to any member shall not invalidate the proceedings of any such meeting.
- d) Fifteen (15) or more members (including the Executive) personally present shall be a quorum for any Special Meeting and the Annual General Meeting, and no business shall be translated unless a quorum be present at the commencement of the meeting.
- e) Attendance records will be kept by the secretary.
- f) All Special Meetings, and the Annual General Meeting, shall be open to the public, but only the members in good standing shall be entitled to vote. No person other than those persons eligible to vote shall take part in debate or address the meeting without the permission of the chair, normally the President.
- g) All meetings shall be convened promptly at 7:30 PM or within minutes of that time and in the event that a quorum is not present, the meeting shall stand adjourned to the same day of the following week and if a quorum is not present within one-half (1/2) hour after the set time of the second meeting, the meeting will proceed with the Members in attendance.

4) **VOTING OF MEMBERS**

- a) No person who is not a member of the Association shall be entitled to vote at any meeting.
- b) Each member shall have one vote only and must vote personally and not by proxy.
- c) In the event of any vote resulting in a tie, the President/presiding chair of the meeting shall have the deciding vote.
- d) At any meeting unless a poll is demanded by the Chair or by three or more other members present, a declaration by the Chair that a resolution has been carried or carried by a particular majority, or lost or not carried by a particular majority and an entry to that effect in the minute book of the Association shall be conclusive evidence of the fact, without proof of the number or portion of the votes received in favour of or against such resolution.

- e) If a poll be demanded, it shall be taken forthwith in such a manner as the Chair may direct and the result of the poll be deemed to be the resolution of the meeting. The demand for a poll may be withdrawn.
- f) All voting at elections when an office or position is contested, shall be by secret ballot. If a candidate does not receive a majority of the votes cast at an election on the first ballot, the candidate receiving the least number of votes shall be dropped from the ballot and a further vote shall be taken and so on until one candidate secures a majority of votes.

5) **EXECUTIVE**

- a) The Association shall have the following Officers, Committee Chairs and Directors:
 - 1. President
 - 2. Vice-President
 - 3. Secretary
 - 4. Treasurer
 - 5. Chair of the Sports Committee
 - 6. Chair of the Parks Committee
 - 7. Chair of the Building Committee
 - 8. Chair of the Publicity Committee
 - 9. Chair of the Activities Committee
 - 10. Director at Large
 - 11. Hall Rental Coordinator
 - 12. Past President

and such other Committee Chairs and Directors at large as the Association may from time to time determine at General Meetings. The Past President shall in all matters be considered to be an Officer and a member of the "Executive" for the following year unless he resigns as such. All Officers, Committee Chairs and Directors shall be elected by majority vote of fully qualified members only at the Annual General Meeting of the Association. Executive positions are elected as follows; Treasurer, Vice President, Buildings and Director at Large will expire in odd-numbered years and President & Secretary, Activities & Publicity will expire on even-numbered years. Whenever possible, those elected to officer positions shall have previous CCA experience.

The exception to election is the Hall Rental Coordinator who is hired on a contractual basis by the Executive on behalf of the Association.

- b) All Officers, Committee Chairs and Directors must reside in Cardiff.

- c) The Executive shall be responsible for interpreting these bylaws, maintaining the general well being of the Association and promoting and furthering its aims and objectives.
- d) The Executive shall, subject to the bylaws or directions given to it by majority vote at any General Meeting properly called and constituted, have full control and management of the business and the affairs of the Association. Meetings of the Executive shall be held as often as the business of the Association shall require and at least once every four months, and shall be called by ten days notice in writing or emailed to each member of the Executive or by three days notice by telephone. Any six of the Executive shall constitute a quorum for a meeting. If a quorum is not reached, motions must be tabled to the next Executive meeting. If a committee chair cannot attend an Executive meeting, a committee member may replace him in a non-voting capacity.
- e) In case an Executive member dies, resigns or ceases to be a member, or for any reason becomes unable or ineligible to attend to the duties of this office, the vacancy thereby created may be filled by an appointee of the Executive for the unexpired portion of such Officer, Committee or Director's term of office. The position is then up for re-election.
- f) The Office of any Executive member shall ipso facto be vacated if the individual ceases to be a member of the Association or is absent from two consecutive meetings at which his presence has been requested unless he has for cause been excused.
- g) The Association, by special resolution, may remove any Officer, Committee Chair or Director before the expiration of his term of Office and elect or appoint another member to fill the vacancy for the remainder of the term.
- h) The Executive shall also act as the Nomination Committee for the following year and shall be responsible for the submission of various suitable members to fill the Officers of the Association listed herein. The Executive shall publicize a closing date for the nominations in order to prepare ballots for the Annual General Meeting.
- i) The President shall direct the activities of the Association and preside at meetings, maintaining order and keeping the meetings moving forward. The President shall delegate to other officers or committees, tasks such as making all arrangements for the use of buildings, equipment, etc., but he should check to be sure that this is done satisfactorily. The President shall meet with the Executive to prepare the agenda in accordance to the bylaws for the Annual General Meetings. He shall cast a deciding vote in case of ties and have signing authority on cheques. This position is a two year term.
- j) The Vice President shall learn the duties of the President and act in his place when he is absent or when called to the chair by the President. He shall assist the President whenever possible and will automatically become Chairman if the President moves away or for some other reason leaves the Association. The Vice President is responsible for the preparation and documentation of any grant requests and shall also have signing authority on cheques. This position is a two year term.

- k) The Secretary shall act as secretary at all meetings of the Association and at all meetings of the Executive and shall take and keep accurate minutes of such meetings, as well as keep a record of members in attendance and other such records as the Association may direct. The Secretary shall notify those concerned of the various meetings as required and shall have charge of all the correspondence of the Association. This position is a two year term.
- l) The Treasurer shall receive all monies collected or otherwise received on behalf of the Association and issue receipts therefore and pay all amounts when properly approved and keep records, receipts and vouchers for the same. The Treasurer shall deposit the funds of the Association in such Bank or Banks as the Executive may direct. The Treasurer shall together with the President or Vice President sign on behalf of the Association all bills, notes, cheques, debentures, and all other papers and documents which pertain to the finances of the Association. At the Annual General Meeting of the Association the Treasurer shall present an unaudited statement of the affairs of the Association for the preceding fiscal year as well as make available audit statements from the years' previous. The Treasurer shall report the financial position of the Association so often as required by the Association in General Meeting. This position is a two year term.
- m) The books, accounts and records of the Association shall be audited at least once each year by a duly qualified accountant or by two duly qualified members of the Association elected for that purpose at a General Meeting. A complete and proper statement of the standing of the books for two years previous shall be submitted by the Treasurer at the Annual General Meeting of the Association.
- n) The books and records of the Association can be inspected by any member of the Association at the Annual General 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 the same. Each member of the Executive shall at times have access to such books and records.
- o) The Past President role is one of guidance and continuity. This position is a one year term.
- p) Each Committee Chair shall choose his own committee and shall make known to the Association, the names, addresses, telephone numbers and email addresses, of such chosen members and shall convene and reside over the meeting of his committee.
- q) No Officer, Committee Chair, Director or Community Association member shall expend any money of the Association, or incur any indebtedness on behalf of the Association or sell or dispose of any property of the Association without express authority for his doing being first duly given by the Executive.

6) DUTIES OF VARIOUS COMMITTEES

- a) The Building Committee shall have charge of all building, maintenance, repairs and improvements of all buildings of the Association. This is to include anything necessary to preserve the Hall in the best possible condition. The Building Committee chair will be responsible for the hiring and/or firing of staff necessary for cleaning and supervision of the Hall. The Committee will be made of a minimum of three and a maximum of seven members with the Chair or alternate reporting directly to the Association Executive. This is a two year term.
- b) The Sports Committee shall have charge of the organization and supervision of hockey, baseball, skating rink, ball diamonds and all other sports activities, which include all matters coming under the classification of sports. The Sports Committee shall be responsible for all sports equipment and volunteer labour necessary for keeping the skating rink, ball diamonds and sports grounds in good order and playing condition. The Sports Committee shall be made up of a Chair and one or more directors. This is a two year term.
- c) The Activities Committee shall be responsible for fund-raising activities for the operation of the Association. The Activities Chair must ensure that accounting records be kept for all the above functions. The Chair shall be responsible for the administration of all necessary organization of projects which are undertaken for this purpose. The Activities Committee should be made up of a minimum of three members with the Chair or alternate reporting directly to the Association Executive. At the General Meeting following elections, the Committee Chair will present the Association with an outline of the proposed fund raising projects for the year. This is a two year term.
- d) The Publicity Committee shall be responsible for the proper publicity of all Association sponsored events and activities. The Publicity Committee shall also be responsible for the website, social media, and the publishing and distribution of the newsletter. This is a two year term.
- e) The Parks Committee shall be responsible for the general grounds maintenance in and around the community hall and Central park. The Parks Committee shall supervise any summer staff hired to carry out the aforementioned duties. This is a two year term.
- f) The Director at Large assumes responsibility for Executive-determined roles.
- g) The Hall Rental Coordinator shall be responsible for the booking, leasing and showing of all Association facilities. Rental shall be collected, recorded and submitted to the Treasurer a minimum of every other week. The Hall Rental Coordinator must keep the caretakers informed of all hall bookings. The term of the Hall Rental Coordinator's contract is determined by the Executive. This is a paid position and remuneration is reviewed by the Executive biannually.
- h) If any activity or proposed activity of the Association requires cooperation of two or more of the said committees, such committees shall act together and be presided over by the Chair of the Committee which is most directly in charge of the activity.

- i) If any dispute shall arise to which committee has jurisdiction over any certain activity or matter, such shall be referred to and disposed of by the Executive.
- j) The Chair or a delegate from all Committees will attend all General Meetings.
- k) Members of sub-committees may be appointed by the Association in General Meetings for such purposes and with such powers as the meeting may direct.
- l) Questions arising at an Executive Meeting shall be decided in the same manner as at a General Meeting.
- m) The Executive may prepare and issue such directives as it deems necessary for the effective operation of any committee and it is the duty of the Chair of any such Committee to arrange that the provisions of such directives be adhered to.

7) **PROCEDURE**

- a) The rules contained in the "Societies Act" shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with the bylaws of the Association or Robert's Rules of Order.
- b) The order of business at every Association meeting and including the Annual General Meeting shall, unless it is varied by two-thirds majority vote of those persons present and entitled to vote at the meetings be as follows:
 - i) Reading and adoption of the minutes of the last General Meeting
 - ii) Treasurer's report
 - iii) Business arising out of the minutes
 - iv) Delegations
 - v) Reports of the Executive Officers, Committee Chairs and Directors
 - vi) Correspondence
 - vii) Unfinished business
 - viii) New business arising, including elections and ratifications of appointments

8) **AMENDMENTS TO BYLAWS**

Subject to compliance with the requirements of the Societies Act, these bylaws may be rescinded, altered or added to by special resolution of the Association, notice of which has been given in the manner herein provided.

9) **ADMINISTRATION**

- a) The fiscal year of the Association shall end on the 31st day of December of each year.

- b) The annual statement in the form of a balance sheet required to be filed with the Registrar pursuant to Section 25 of the "Societies Act 2000" shall be audited and signed by two officers other than the Treasurer.

10) **BORROWING POWERS**

For the purpose of carrying out its objectives, the Association, with the authority of a special resolution, may borrow, raise or secure the payment of money in such a manner as it thinks fit.

11) **SIGNING OFFICERS**

- a) All bills, notes, cheques, debentures and other papers and documents which pertain to the finances of the Association shall be signed by the Treasurer together with any one of the President or the Vice President. The Past President retains signing authority for a one year period following the completion of the term of office.
- b) All contracts and documents requiring execution by the Association shall be signed by the President together with any one of the Vice President or the Treasurer.
- c) The Executive will not adopt a seal as the Seal of the Association.

12) **REGULATION OF COMMITTEES**

- a) Subject to compliance with these bylaws and with the resolution (if any) by which a committee is established, a committee may adopt such rules and regulations for the internal administration of such Committee as it may deem appropriate provided however, that such rules and regulations shall be subject to the review and amendment at any time by resolution of the Executive of the Association.
- b) Committees shall meet at the call of the Chair of the Committee at such interval as the Chair deems necessary provided however, that a Committee Chair shall call a meeting of his committee immediately if requested to do so by the Executive of the Association.

13) **DUTIES OF COMMITTEE CHAIRS**

- a) Each Committee Chair shall be responsible to the Executive for the actions of the Committee. A Committee chair shall not make any contractual or financial arrangements on behalf of his Committee or on behalf of the association except to the extent previously authorized by the Executive or in the event of an emergency with the prior approval of the President and the Treasurer which approval shall be subject to review and ratification by the Executive at the next Executive meeting.

- b) Each Committee Chair shall on behalf of his committee submit a budget to the Treasurer within one month of his election that shall relate to and indicate the anticipated amount of expenditure and revenue of the Committee for the forthcoming fiscal year.
- c) All monies received or collected by any Committee Chair from the operation of his Committee shall be immediately paid over to the Treasurer complete with documentation.

14) **GENERAL**

- a) Remuneration - No member of the Executive or of a committee shall be entitled to receive any remuneration for their volunteer services. Exceptions apply when the committee member or executive member has responsibility for work that is beyond the capacity of a volunteer. These exceptions may include contractual agreements for paid work, or honorariums as approved by the Executive of Cardiff Community Association.
- b) Executive or committee members may be hired to for projects required skilled labour, but must submit quotes prior to project being awarded.
- c) Notwithstanding, anything contained herein to the contrary, every committee of the Association shall be responsible to and comply with any decision of the Executive of the Association or the members of the Association in the General Meeting.
- d) Notwithstanding anything contained herein to the contrary, the Executive shall be responsible to and shall comply with any decision of the members of the Association in the General Meeting.

15) **DONATIONS**

Donations made to the Association will be used for projects decreed appropriate by the Executive unless a request is made for them to be used for a specific community project. The end result must be a usability improvement.

16) **DISSOLUTION**

Should the Cardiff Community Association dissolved, any monies received by the Association through gaming sources will be distributed to registered charities.