

**BEVERLY HEIGHTS COMMUNITY LEAGUE
BYLAWS**

Revised April 18, 2011

1. INTERPRETATION

In these bylaws, and in the objects of the Beverly Heights Community League, unless the subject matter or context requires a different interpretation:

- a) "Societies Act" shall mean the Societies Act R.S.A. 2000, Chapter S-14 as amended, or any statute substituted for it.
- b) Words which have special meaning assigned to them in the Societies Act shall have the same meaning herein.
- c) "Sub-committee" shall mean a committee appointed by the Board of Directors to perform a particular function.
- d) "Employee" shall mean those persons hired by the Board of Directors to work for the Beverly Heights Community League
- e) "Executive" shall refer to Directors elected to the position of President, Vice-President, Secretary and Treasurer.
- d) "Director" shall mean those persons elected to the Board of Directors.

2. NAME

The name of the Society shall be the Beverly Heights Community League (BHCL).

3. BOUNDARIES

The Community League shall encompass that portion of the City of Edmonton with boundaries as follows: from the intersection point by the east side of 50th Street; on the north by the south side of 118th Avenue; and on the east and south by the left bank of the North Saskatchewan River. All descriptions are assumed to follow the centre line of the indicated roadways and named features, such as a rail or power line right of way or water body.

4. MEMBERSHIP

- a) Membership shall be granted to any resident within the stated boundaries upon payment of a membership fee as proscribed by the Board of Directors.
- b) Any member wishing to withdraw from membership may do so upon notice, in writing, to the Board through its Secretary. If a member has not paid the annual membership fee, or has moved outside the defined boundaries, the member is considered to have submitted their resignation. Honourary life members are exempt from fees and boundary restrictions.
- c) Any member may be expelled, for cause, by a 2/3 majority of a quorum of the Board of Directors for any cause the membership may deem as reasonable.
- d) Any member, in good standing, shall be entitled to vote, take part in debates or address the meeting at the Annual General Meeting. Members may attend all Directors meetings but are not eligible to vote nor may they participate in debates or address the meeting without the permission of the President.

5. BOARD OF DIRECTORS

- a) Prospective new members of the Board of Directors must be members in good standing of the Beverly Heights Community League.

- b) Nominations for new Directors and the Executive will be submitted by the Nominating Committee at the Annual General Meeting and will be voted on by the membership at that meeting.
- c) Directors will be elected for two year terms and may serve no more than three consecutive terms. Half the directors will be elected in years with even numbers and half in years with odd numbers.
- d) The Board of Directors will be comprised of the Executive and the Directors of any committees established by the Board.
- e) The Board of Directors shall implement all resolutions of the Beverly Heights Community League, manage the affairs of the Society, and exercise all powers and do all acts and things that it has been authorized to exercise by the membership.
- f) As per Section 9 d) or e), upon the resignation, in writing, of any Director of the Beverly Heights Community League the Executive, with a 2/3 majority vote, may appoint a replacement for the remainder of the term.

6. OFFICERS

The Executive of the Board of Directors shall include:

- a) A President who shall preside at the general meeting of the Beverly Heights Community League and all meetings of the Board of Directors of the BHCL.
- b) A Vice President who shall preside at all general meetings of the Beverly Heights Community League and at all meetings of the Board of Directors of the BHCL in the absence of the President.
- c) A secretary who shall be responsible for taking the minutes of all general meetings of the Beverly Heights Community League and all meetings of the Board of Directors of the BHCL. Minutes shall be kept on file at the Beverly Heights Community League office.
- d) A Treasurer who shall receive all monies collected or otherwise received on behalf of, or in the name of the BHCL. Shall issue receipts, pay all accounts when properly approved and keep proper books of accounts, receipts and vouchers for the same and immediately deposit the funds in the Beverly Heights Community League bank account. The Treasurer shall be responsible for the presentation to the Annual General Meeting of the Beverly Heights Community League of an audited statement of the financial affairs of the BHCL for the preceding fiscal year. The Treasurer shall report on the financial standing of the Beverly Heights Community League at every meeting of the Board of Directors.
- e) Immediate Past President who shall chair the Nominating Committee and perform other duties as assigned by the Board of Directors.
- f) The Beverly Heights Community League may use the position of Secretary/ Treasurer to handle books, records and accounts of the BHCL. This position shall be an amalgamation of the Secretary and Treasurer positions.

7. MEETINGS

- a) An Annual General Meeting of the Beverly Heights Community League shall be held in April of each year to inform the membership of any actions taken and decisions made by the Board of Directors and it's sub-committees during the past year. Notice of the meeting will be distributed to the membership, in writing, a minimum of 21 days prior to the meeting.
- b) Directors meeting shall be held each month, unless otherwise determined by the Board of Directors. Notice of meetings will be given one week prior to the meeting.

- c) A quorum for any Directors meeting shall be 51% of the members of the Board of Directors. Quorum for Annual General and Special General Meetings shall be 51% of the members of the Board of Directors and 3 members of the BHCL who do not currently hold a Directors position.
- d) Voting at general meetings may be by a show of hands or by secret ballot as the President may direct. Any two members present at the meeting, and entitled to vote, may, by motion, compel the President to take a vote by secret ballot.
- e) All meetings shall be open to the public. No person other than those eligible to vote shall take part in debates or address the meeting without the permission of the President. The President may declare that a portion of a Directors meeting will be held in camera for discussions of sensitive or personal matters.
- f) The President may call General Special Meetings at any time. Notice must be given to BHCL members one week prior to the meeting date. Notice may be given by telephone, email, in writing, via flyers or newsletters or community signs.
- g) The only meetings held by the Beverly Heights Community League shall be an Annual General Meeting, Directors Meetings and Special General Meetings.

8. ELECTION OF OFFICERS

- a) Officers and Directors will be elected by the general membership at the Annual General Meeting.
- b) All voting at elections, when office or position is contested, shall be by secret ballot. If a candidate does not receive a majority of votes cast on the first ballot the person receiving the least number of votes shall be dropped from the ballot and a further vote shall be taken until one candidate receives a majority.
- c) Any member of the Executive may be removed from office, for cause, by a 2/3 majority vote of the membership or a 2/3 majority vote of the Board of Directors. The Board of Directors may name a replacement for the person so removed for the remainder of the term.
- d) Cause for removal from office shall be:
 - (1) Where a Director contravenes the bylaws or policies or orders of the Society.
 - (2) Where a Director conducts themselves in a manner contrary to the best interests of the Society.
 - (3) Where, for any reason, the Director is ineffectual in carrying out the activity of their responsibility as defined by these bylaws.
 - (4) If a Director absents themselves, without cause, from three consecutive regularly called meetings.
- e) Before anyone is removed from office, for any reason, they will be provided with the opportunity to be heard by the Board of Directors at a regularly scheduled meeting of the Board of Directors.

9. COMMITTEES

- a) The Beverly Heights Community League may choose to establish ad hoc committees as required.
- b) Each sub-committee may select and recommend for appointment by the Board as many members to the committee as deemed necessary.
- c) Committee Chairs must be members of the Board of Directors of the BHCL.
- d) Each committee shall be responsible to the Board of Directors for the actions of the committee. A committee shall not make any contractual or financial arrangements on behalf of the committee or on behalf of the Beverly Heights Community League except to the extent previously authorized by the Board of Directors.

- e) All monies received or collected by any committee representative from the operations of their committee shall be immediately paid to the Treasurer and the Treasurer shall immediately deposit those funds into the BHCL account.

10. FINANCES

- a) The fiscal year end of the Beverly Heights Community League shall be August 31st of each year.
- b) The Board of Directors shall cause proper books of account to be kept by the Beverly Heights Community League so as to keep and maintain a true and accurate record of all financial transactions, liabilities and assets of the BHCL.
- c) The books and bank account of the Beverly Heights Community League shall be open to inspection by any Director or member upon giving two days notice, in writing, to the Treasurer.
- d) The books, records and bank accounts of the Beverly Heights Community League shall be audited at least once a year by a qualified accountant or by two BHCL Board members assigned to the task.
- e) The Board of Directors may open one or more bank account for the Beverly Heights Community League, designate signing officers in accordance with the provisions of these bylaws and generally execute all documents and do all things incidental to, or in connection with, the transaction of the BHCL business with its chartered bank, trust company or treasury branch.
- f) All bills, notes, cheques and other papers and documents which pertain to the finances of the Beverly Heights Community League shall be signed by any two members designated by the Board of Directors as having signing authority. Pre signed cheques are forbidden.
- g) The Secretary/Treasurer together with any one of the President, Vice President or current Past President shall sign all contracts and documents requiring execution by the Beverly Heights Community League.
- h) For the purpose of carrying out its objects, the Beverly Heights Community League, with the authority of a special resolution, may borrow or raise or secure the payment of money in such a manner as it thinks fit and sell, manage, lease mortgage, dispose of, or otherwise deal with the property of the Society.
- i) The Beverly Heights Community League shall keep a seal. The Secretary shall have control of the seal which shall be kept in the Society's office. The Seal shall only be used by those Members designated as having signing authority as per Section 11 g).

11. RULES OF ORDER

- a) Each Board member of the Beverly Heights Community League shall, if personally present at a Board of Directors meeting, be entitled to one vote.
- b) Each member, if personally present, shall be entitled to one vote at a meeting of the membership.
- c) The rules contained in Roberts Rules of Order, Revised shall govern all meetings in all cases where they are applicable, provided they are consistent with the bylaws of the Beverly Heights Community League or with the provisions of the Societies Act.
- d) The order of business at every meeting shall, unless it is varied by a 2/3 majority vote of those persons present and entitled to vote, be as follows:
 - 1) Approval of the agenda
 - 2) Minutes of the last meeting

- 3) Report of Executive and Committee Chairpersons
- 4) Correspondence
- 5) Old Business
- 6) New Business

12. AMENDMENTS

- a) Subject to compliance with the requirements of the Societies Act, these bylaws may be rescinded, altered or added to by special resolution of the Beverly Heights Community League and filed with Corporate Registry.

13. DISSOLUTION

- a) In the event that the Beverly Heights Community League should cease operation 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 EFCL 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 Tripartite Licence Agreement.

14. GENERAL

- a) The Beverly Heights Community League shall retain membership in the Edmonton Federation of Community Leagues and shall abide by the EFCL's Code of Ethics.
- b) Notwithstanding anything contained herein to the contrary every committee of the Beverly Heights Community League shall be responsible to and comply with any decision of the Board of Directors.
- c) Notwithstanding anything contained herein to the contrary the Board of Directors shall be responsible to and comply with any decision of the membership in a general meeting.
- d) The Society shall be non-political and non-sectarian.
- e) Members, Officers and the Directors of BHCL will receive no remuneration for their services as Members, Officers and Directors and shall not convert any assets or monies to their own use, or to the use of others.