

# **SAINT LUCIA CALGARY CULTURAL ASSOCIATION**

## **BYLAWS**

### **1. NAME OF THE ASSOCIATION**

- (A) The name of the Association shall be St. Lucia Calgary Cultural Association, hereafter referred to as the “Association.”

### **2. OBJECTIVES**

- (A) To establish a high profile St. Lucian identity within the Calgary community.
- (B) To interact socially with persons from, or interested in St. Lucia.
- (C) To promote cultural understanding and tolerance among people of Canada, and specifically Calgarians.
- (D) To assist members in less fortunate circumstances.
- (E) To assist our home country in times of need, such as natural disasters, social projects, etc.
- (F) To promote good citizenship through volunteer efforts within our community.
- (G) To educate members with regards to the greater Canadian culture and society.

### **3. MEMBERSHIP**

- (A) The members of the Association shall be:
  - i. Any person willing to abide by the By-Laws and promote the objectives of the Association.
  - ii. Associate members composed of those individuals or corporations subscribing to the aims and objectives of the Association.
  - iii. Applications for membership will be accepted after approval by the Executive.

### **4. MEMBERSHIP DUES**

- (A) The fiscal year shall begin on September 1<sup>st</sup> and terminate on August 31<sup>st</sup> of the following year.

- (B) There shall be an annual membership fee. This fee shall be determined by the Executive at some time prior to the annual meeting, to be recommended and settled by the majority of members in good standing at the annual general meeting. It shall become due as of September 1<sup>st</sup> of each year.
- (C) Members shall be deemed to be in good standing when they have paid their current annual membership dues by November 30<sup>th</sup>.
- (D) Members not having paid their membership dues by November 30<sup>th</sup>, will be assessed an additional \$10 late fee. Failure to pay membership monies owed shall result in the automatic suspension of the member after the November 30<sup>th</sup> due date, and the member shall thereafter be entitled to no membership privileges or powers until reinstated. Such members may be reinstated upon payment of annual fee and \$10 late fee.

## 5. ADMISSION, WITHDRAWAL, EXPULSION AND SUSPENSION OF MEMBERS

- (A) All prospective members must submit a completed Association application form, along with membership dues to the Executive for review.
- (B) Members may withdraw by tendering their resignation in writing to the Secretary.
- (C) In the case of a resignation, members shall remain liable for the payment of any assessment, which became payable by them prior to the acceptance of their resignation.
- (D) Suspension or expulsion shall occur when a member violates the By-Laws, or in any case where action of the member causes harm to the Association or its members. The suspension shall not be lifted until a review of the situation has been made by the Executive.
- (E) No member shall be expelled or suspended without being notified of the charge or complaint against him/her or without having first been given an opportunity to be heard by the Executive. At least two weeks notice shall be given to the member by the Executive prior to such meeting.

## 6. MEETINGS

- (A) The annual general meeting shall be held no later than October 31<sup>st</sup>. The purpose of this meeting shall be to review the Association activities of the last year, and elect a new Executive for the upcoming year. All members in good standing shall be eligible to vote. At this meeting, Associate members may attend and be heard.

- (B) The annual general meeting, as well as the meetings of the Executive, shall be held at such time and place as may be decided by the Executive.
- (C) A special meeting of the membership 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, which shall be by letter, email or phone, to the last known contact information of each member, delivered at least eight days prior to the meeting.
- (D) AGM meetings may be held in person and/or on-line. Voting at meetings may be done on-line, in person and/or by email

## 7. NOTICE

- (A) Fourteen (14) days notice of any general meeting shall be given to all members in good standing of the Association by the Secretary to their last known contact information.
- (B) Members in good standing shall, when necessary, provide updated contact information for service to the Secretary.
- (C) 2. A motion to retain the existing Executive members until August 31, 2021 at which time a new Executive will be elected during the 2021 AGM.

## 8. QUORUM

- (A) Twenty percent (20%) of the eligible voting members shall constitute a quorum at a general meeting or special meeting.
- (B) Five (5) members of the Executive members at an Executive Committee meeting constitutes a quorum.
- (C) Any meeting where there is no quorum may be adjourned at any time, or rescheduled to another time and/or place, and the original business will be transacted at that time, by the members present.

## 9. VOTING

- (A) Each member in good standing shall be entitled to one vote. The use of a proxy vote is allowed.
- (B) At all meetings, every decision shall be carried by a majority of the votes of the members present unless otherwise required by the law, or by the By-Laws of the Association.
- (C) Every decision shall be carried by a show of hands and a declaration by the President that a resolution has been carried or defeated, along with an entry to that effect in the Minutes, but without a record of votes accorded in favour or against such resolution.

(D) Generally, the only time that a poll (ballots) will be used is for the election of officers. In the case of an equality of votes, the President shall be entitled to cast a vote.

(E) Associate members shall not be entitled to vote, but may be heard.

(F) The past President, while being a member of the Executive Committee, does not have a vote on this committee for purposes of the business conducted by the committee.

## 10. ELECTING OFFICERS

(A) Wherever the term “Executive” is used in these By-Laws, it shall be interpreted as meaning and applying to the following officers:

- i. President
- ii. Vice President
- iii. Secretary
- iv. Treasurer
- v. Public Relations (PR) Co-ordinator
- vi. Social Convenor
- vii. Membership Director
- viii. Two (2) year Trustee
- ix. One (1) year Trustee
- x. Past President (non-voting member)

(B) A Nominating Committee shall be established by the outgoing Executive for the purposes of “soliciting” members for the various Executive positions and preparing a slate of candidates for the positions. The committee shall consist of a maximum of three members in good standing.

(C) Absent members can be considered for nomination, but their written approval must be submitted to the Nominating Committee prior to the annual general meeting.

## 11. REMUNERATION OF THE EXECUTIVE COMMITTEE

(A) No member of the Executive Committee shall receive remuneration for Executive duties rendered as a member of the Executive.

## 12. ELECTION AND REMOVAL OF THE EXECUTIVE

(A) Each member of the Executive, with the exception of the past President, shall be elected to hold office until the next annual general meeting.

- (B) The whole Executive shall retire at each annual general meeting, but shall be eligible for re-election.
- (C) The election for the Executive shall be as follows: President, Vice-President, Secretary, Treasurer, PR Co-ordinator, Social Convenor, Membership Director, and two Trustees, one to serve a period of one year, and the other to serve the period of two years and to be elected in rotation thereafter.
- (D) The members may, by at least two-thirds of the membership, remove any member of the Executive at a meeting called for such purpose.
- (E) Should any member of the Executive be absent for three (3) consecutive meetings without reasonable excuse, he/she may be asked by a majority of the Executive, to resign his/her position.

### 13. EXECUTIVE POWERS

- (A) The management of the day-to-day affairs of the Association shall be conducted by the Executive.
- (B) The Executive shall have the power to impose and enforce penalties for any violation of the By-Laws or rules of the Association.
- (C) The Executive shall supervise the collecting and expenditure of funds of the Association and shall interpret, define and explain all provisions of the By-Laws and regulations of the Association and adjudicate all disputes between members, which may arise.

### 14. EXECUTIVE MEETINGS

- (A) Executive meetings shall be held at such times and at such places as deemed necessary.
- (B) A meeting should be held at least once a month or convened by the President at any time on the request of any two Executive members.
- (C) Notices of Executive meetings shall be communicated to each member of the Executive not less than four days before the meeting is to take place.
- (D) A meeting may be held at any time without formal notice if all the members of the Executive are present, or those absent have waived notice or have given their consent to the meeting being held in their absence.
- (E) Notice of any meeting or any irregularity in any meeting may be waived by all members of the Executive.

- (F) A resolution, in writing, signed by all the Executive personally, shall be valid and effective as if it had been passed at a meeting of the Executive duly called and constituted.

## 15. ELIGIBILITY OF OFFICERS

- (A) The positions of President and Vice President shall be reserved for St. Lucian Nationals. All other positions shall be open to any member.
- (B) A St. Lucian National is defined as:
  - i. A person who is a St. Lucian citizen by birth or naturalization, or
  - ii. The child or grandchild of a St. Lucian citizen, whether natural or adopted, or
  - iii. The spouse of any of those above.
- (C) Proof of St. Lucian citizenship may be requested.
- (D) Any nominee for the position of President or Vice President must have served as a member of the Executive, with at least 80% meeting attendance, in the year preceding nomination.

## 16. DUTIES OF THE PRESIDENT

- (A) The President shall call and preside at all meetings of the members of the Association and of the Executive.
- (B) The President shall be charged with the general management and supervision of the affairs and operations of the Association.
- (C) The President shall sign all resolutions and membership certificates, along with any other officer appointed for that purpose.
- (D) The President shall be an ex-officio member of all committees within the Association.
- (E) The President shall present a report of his/her activities at the annual general meeting.

## 17. DUTIES OF THE VICE PRESIDENT

- (A) The Vice President shall be responsible for the day-to-day operation of those divisions of the Association as are assigned to him or her by the President.
- (B) In the absence of the President, the Vice President shall assume the duties of the President.

## 18. DUTIES OF THE SECRETARY

- (A) The Secretary shall maintain and have charge of the minute books of the Association and shall record or cause to be recorded therein the minutes of proceedings of all the meetings of the Executive and general meetings.
- (B) The Secretary shall keep or cause to be kept a book or books wherein shall be properly recorded:
  - i. A copy of the By-Laws of the Association, and any resolutions altering or adding thereto;
  - ii. Copies or originals of all documents, registers and resolutions as required by law;
  - iii. A copy of the minutes of all Executive and general meetings, including financial statements.
- (C) The Secretary shall be responsible for all required stationery supplies, printing and distributing of all rules and regulations.
- (D) The Secretary shall carry on the official correspondence of the Association under the direction of the President.
- (E) The Secretary 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.

## 19. DUTIES OF THE TREASURER

- (A) The Treasurer shall keep full and accurate records of all receipts and disbursements in proper book(s) of account(s).
- (B) The Treasurer shall deposit all monies or other valuable effects in such bank or banks as may from time to time, be designated by the Executive.
- (C) The Treasurer shall disburse all monies pursuant to the directions of the Executive.
- (D) The Treasurer shall present a written financial report for presentation at the annual general meeting as well as interim reports when requested for each meeting of the Executive throughout the year. A copy of each financial report shall be submitted to the Secretary for the records.

## 20. DUTIES OF THE PUBLIC RELATIONS (PR) CO-ORDINATOR

- (A) The PR Co-ordinator shall be responsible for promoting and the issuing of all notices and other information to the appropriate media.
- (B) The PR Co-ordinator shall present a report of his or her activities at the annual general meeting.
- (C) The PR Co-ordinator shall be responsible for all promotional material and shall be accountable for such property.

## 21. DUTIES OF THE SOCIAL CONVENOR

- (A) The Social Convenor shall direct the social activities of the Association.
- (B) The Social Convenor shall form a committee of members to develop a program of activities for the year.
- (C) The Social Convenor shall present a budget for all activities to the Executive.

## 22. DUTIES OF THE MEMBERSHIP DIRECTOR

- (A) The Membership Director shall maintain a membership list with contact information for all members of the Association.
- (B) The Membership Director shall be responsible for collecting membership dues.
- (C) The Membership Director shall report to the Executive Committee on the status of membership dues.
- (D) The Membership Director shall maintain a roster of member participation in the affairs of the Association.
- (E) The Membership Director shall chair a committee to recognize members for their contributions.

## 23. DUTIES OF THE TRUSTEES

- (A) The Trustees shall ensure the integrity of the proceedings of the Executive Committee.
- (B) The Trustees shall audit the financial records of the Association and report to the Executive.



## 24. DUTIES OF THE PAST PRESIDENT

- (A) The immediate Past President shall remain on the Executive and shall execute those tasks as are assigned to him/her by the President.

## 25. SIGNING AUTHORITY

- (A) All deeds, transfers, licenses, contracts and engagements on behalf of the Association shall be signed by the President and signed by the Treasurer and/or Secretary.
- (B) All cheques should be signed by any two (2) of the President, Vice President, Secretary or Treasurer.
- (C) For the purpose of carrying out its objectives, the Association may borrow or raise or secure the payment of money in such manner as it think fit; this power shall be exercised only under the authority of the Association.

## 26. AMENDMENT TO THE CONSTITUTION

- (A) The By-Laws shall not be suspended, altered or added to except by two-thirds majority resolution.
- (B) For this purpose, a majority resolution shall mean not less than two-thirds of members entitled to vote as are present in person at a duly-called general meeting notice specifying the intention must be given to propose such a resolution. Proxy vote will not be allowed for any amendment to the Constitution.

## 27. INSPECTION OF BOOKS AND RECORDS

- (A) All books and records shall be available for inspection by any member in good standing at the annual general meeting.
- (B) Inspection of the books and records may be done at any time during the year by any member in good standing, provided seven (7) days' notice is given in writing to the Secretary.
- (C) Each member of the Executive shall, at all times, have access to such books and records.
- (D) The books, accounts and records of the Secretary and Treasurer shall be audited at least once a year by the Trustees. A complete and proper statement of the standing of the books for the previous year shall be submitted to the annual general meeting of the Association.

## 28. COMMITTEES

- (A) The Executive shall appoint a Chairman for any committee as is deemed necessary.
- (B) The Chairman shall hold their position until the annual general meeting and shall be eligible for re-appointment.
- (C) The committees shall be made up of at least one member in good standing and can comprise non-member(s).
- (D) Any member of a committee may attend a meeting of the Executive, but such member need not be given notice of any such meeting, and shall have no vote.

## 29. COMMITTEES – TERMS OF REFERENCE

- (A) All committees shall be comprised of at least three (3) members approved by the Executive, except the nomination committee, which may have a maximum of three (3) members.
- (B) All committees shall submit to the Executive a written report on all its activities upon request.

## 30. INTERPRETATION AND RULES OF ORDER

- (A) The parliamentary method to be used at all meetings of the Association shall be “Robert’s Rules of Order.”
- (B) In these By-Laws, unless the context otherwise requires, words importing the singular member shall include the plural number, as the case may be, and vice-versa. References to persons shall include firms, corporations and Associations.

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