

STANLEY PARK LAWN BOWLING CLUB (CALGARY)

BY-LAWS

These By-Laws approved at a meeting of the members of the Club on May 15, 1997 have been changed and added to as approved at a meeting of the members of the Club on May 7, 2007 . (In these By-Laws, unless the context requires otherwise, words importing the singular include the plural and vice-versa; and words importing a male person include a female person and vice-versa.)

NAME

1. The Club shall be known as the “Stanley Park Lawn Bowling Club (Calgary).”
2. This Club shall have a corporate seal of the design impressed on the margin of these by-laws.

MEMBERSHIP

3. Membership constitutes participating in the normal and customary club activities including any volunteer activities at the club or inter-club level. Payment of the annual fee is applicable. Membership carries the privilege of one vote.
4. Social membership provides for persons not willing or able to participate in normal club playing activities, but who wish to participate in club related social activities. Payment of the annual fee is applicable. Social membership carries no voting privilege.
- 4a. Junior Membership provides for persons age 8 to 18 who wish to participate in the club activities for this category. Payment of the annual fee is applicable. Junior membership carries no voting privilege.
5. Non-members wishing to participate in the Club’s playing activities may do so upon payment of a drop-in fee. Non-members may not participate in club championships.
6. Any member may be expelled upon a two-thirds vote of all the members of the Club for any reason the Club may deem reasonable.

BOARD OF DIRECTORS

7. The affairs of the Club shall be managed by a Board of Directors, ten in number, each having one vote, and of whom any five will constitute a quorum. In the case of an equality of votes, the motion shall be discussed at the next Board meeting.
8. The conduct and affairs of the Club, as well as its property shall be managed and administered by a Board of Directors, ten in number, consisting of the following: Immediate Past President, President, Vice-President, Secretary, Treasurer and five other members. They shall be elected annually at the Annual Meeting of the Club and shall hold office until their successors have been elected or appointed. Notwithstanding anything to the contrary herein contained, any defeated candidate for the office of President, Vice-President, Secretary or Treasurer, shall, at the same meeting at which he was defeated, be eligible for election as a member of the Board of Directors. Any candidate nominated from the floor must be present at the meeting in order to be eligible.
9. The Board of Directors may appoint a member of the Club to fill a vacancy on the Board caused by a resignation or death or otherwise of a member of the Board. If any office becomes vacant for the above reasons, the Board may appoint one of their number to fill the vacancy. These appointees will serve until the next Annual General Meeting.
10. Meetings of the Board of Directors shall be called no less than once a month during the bowling season and from time to time upon notice by the President, or in his absence, by the Vice-President or the Secretary, for the dispatch of business. The board may regulate their meetings and proceedings as they think fit. The president, or in his absence the Vice President, shall preside; and in the absence of both, the Board will choose one of their number to be Chairman.
11. Should any Director absent himself from three consecutive meetings of the Board of Directors, the Board may notify him that, unless a satisfactory explanation is given by him to the Board within the time stated in such notice, he shall at the expiration of the time cease to hold office. Any member wishing to resign from the Board must give notice in writing to the Board.
12. The Board of Directors may from time to time at their discretion appeal for funds from the various sources to carry out special objectives.
13. The Board of Directors shall have the right at all times to formulate rules or regulations for the government of the club house and grounds, and such rules shall remain in force until approved or amended by the Club at the next General meeting.

MEETINGS

14. Annual General Meeting of the Club membership shall be held by October 27 in each year at the club house or elsewhere in the City of Calgary that the Board of Directors may determine. Thirty days notice of the Annual General Meeting and the place of holding same shall be given by mail or electronic mail, to the members at the address in the membership register, to be kept for that purpose.
15. A special meeting may be called by the Board of Directors whenever they see the need. The Board is required to call such a meeting at the written request of ten members of the Club in good standing. Such meeting requires five days notice.
16. At least five days notice of every special meeting, specifying the day, hour and place of meeting, the general nature of the business and by whom convened, shall be sent to the members entitled to be present at such meeting; but an accidental omission to send such notice to any members shall not invalidate the proceedings at any special meeting
17. Thirty per cent of the membership shall constitute a quorum at the Annual General Meeting. Voting by proxy is not permitted, and all members in good standing have one vote. A majority is required to pass a motion. In the case of an equality of votes, a second vote shall be taken. If the second vote results in an equality of votes, the resolution shall be lost.
18. If, within an hour of the time appointed for the special meeting, a quorum is not present, the meeting being convened upon the requisition of the members shall be dissolved. In case of a regularly scheduled meeting, it shall stand postponed, and at such postponed meeting the business shall be transacted, whatever the number of persons present.
19. The Chairman may, with the consent of any regular meeting, adjourn the same from time to time and place to place; but every adjournment shall be treated as a prolongation of the original meeting and shall be competent only to transact business which might properly have been transacted at the original meeting.
20. The President, or in his absence the Vice-President, shall preside as Chairman of every meeting of the Club. If there is no Chairman, or in case he is not present at the time of holding any meeting, or declines to take the chair, then one of the members of the Board of Directors present at the meeting shall preside at such meeting. In case no member of the Board of Directors is present, or willing to take the chair, then the members present shall choose one of their number to the Chairman of the meeting.
21. The business of the Annual General Meeting shall be to receive and consider the reports of the Board of Directors, to elect the Officers and Directors for the following year; to consider any amendments of the by-laws, notice of which

much have been given to the Board of Directors at least one month before the said meeting, and transact any other business which may properly be brought to the Annual General Meeting.

22. Based on financial requirements, fees for the year shall be set by the Board of Directors prior to the Spring General Meeting.
23. Minutes of the proceedings of all meetings shall be kept, and shall be signed by the Chairman of the meeting or by the Chairman of the next succeeding meeting; and the same when so signed, shall be conclusive evidence of all such proceedings and of the proper election of the Chairman.

DUTIES OF OFFICERS

24. The President, with the Secretary, shall sign all deeds, conveyances, leases or other instruments required by law to be executed under seal, and shall exercise such power as may from time to time be prescribed by the Board of Directors. In the absence or inability of the President, the Vice-President will be designated. The President chairs all meetings unless unable to do so, in which case the Vice-President is designated.
25. The Secretary shall keep a record of the proceedings of the meetings of the Club and of the Board of Directors. This person shall have the custody of the seal of the Club and shall sign, with the President, all instruments required by the law to be executed under seal, and shall affix the seal thereto. The Secretary shall keep a register of members and shall be custodian of the Club's secretarial books, documents and papers, which books and records may be inspected by any member of the Club by arrangement with the Secretary. Upon retirement of the Secretary, a memorandum enumerating the books, documents and papers of the Club transferred to the successor shall be prepared, which memorandum shall be reported at the first meeting of the Board of Directors and recorded in the minutes. The Board of Directors may, if deemed necessary, provide for and appoint an Assistant Secretary, prescribe his duties and fix his compensation.
26. The Treasurer shall receive the monies of the Club and keep an account of the same. The Treasurer shall maintain books and records of financial transactions, which books and records may be inspected by any member of the Club by arrangement with the Treasurer. He shall make a report to the Club at the Annual General Meeting and to the Board of Directors from time to time as required. Upon retirement of the Treasurer a memorandum enumerating the books, documents and papers of the Club transferred to the successor shall be prepared, which memorandum shall be reported at the first meeting of the Board of Directors and recorded in the minutes.

27. The Vice President fulfils all the duties of the President in the event of that officer's absence or when specifically assigned to do so by the President. The Vice-President's duty is to give support and assistance to the President of the Club as well as fill in for the Secretary in that person's absence.
28. All cheques, notes or acceptances shall be signed by any two of the following officers: Treasurer, President, Vice-President. All cheques, notes or drafts payable to the Club may be endorsed for deposit by the Treasurer alone.
- 28a. The immediate Past President shall chair the Nominating Committee.

COMMITTEES

29. At the Fall Board Meeting, the elected President may appoint committees of the Club.
 - A. Finance committee who shall be responsible for fund-raising and shall, as authorized by the Board of Directors, supervise all expenditures and audit all bills before payment for special financial projects.
 - B. A Facilities Management Committee who shall have full charge of the club house, property and equipment, and see that the same are kept in order and repair; and who shall hear and consider all written complaints and suggestions, the whole subject to the approval of the Board of Directors.
 - C. A Games Committee who shall be responsible for all draws and competitions run by the club.
 - D. A Social Committee in charge of food and beverage services, as required, for all events.
 - E. The President shall be ex-officio member of all committees.
 - F. The Nominating Committee shall present a slate of Officers and Directors for election at the Annual General Meeting.
Nominations may also be taken from the floor.
30. Committees may, subject to the approval of the Board of Directors, make such rules for their own government and for the regulation of the matters under their control as they may deem expedient.

AUDIT

31. At least once in every year the general accounts of the Club shall be examined and the correctness thereof ascertained by one or more auditors.
32. The Club shall, at each Annual General Meeting, appoint an auditor or auditors to hold office until the next Annual General Meeting. Such auditor or auditors shall not be members of the Board of Directors.
33. The remuneration of the auditors shall be fixed by the Board of Directors.

REMUNERATION

34. Unless authorized at any meeting and after notice of same shall have been given, no officer or member of the Club shall receive any remuneration for his services.

BORROWING POWERS

35. The Club may not borrow money for any purpose.

GENERAL

36. The by-laws can be changed only by special resolution of the members. Such resolution shall be specified in the notice summoning the special meeting to consider the resolution, or in the notice of the Annual General Meeting.
37. Dissolution: In the event of the dissolution of the Club, all assets and liabilities of the Club shall become the property of the City of Calgary, or the appropriate funding group.