

THE RIDGE COMMUNITY LEAGUE BYLAWS

Article 1: Name

The legal name of the organization will be “The Ridge Community League,” hereinafter referred to as “the League.”

Article 2: Boundaries

The League will be bounded on the north by Rabbit Hill Road, on the south by Anthony Henday Drive, on the east by Terwillegar Drive, and on the west by the North Saskatchewan River.

Article 3: Definitions

Board of Directors: Will consist of the elected officers and directors as specified in these bylaws.

Executive Committee: Will consist of the officers of the League being the President, Vice President, Secretary and Treasurer.

Special Resolution: A resolution at any meeting for which 21 days notice has been provided, requiring a vote of three-quarters (3/4) majority of those in attendance. A special resolution will be required for all Bylaw revisions, significant financial matters outside the approved budget and over \$5,000, policy issues, or other major issue as specified in these Bylaws or at the discretion of the Board of Directors.

Article 4: Goals and Objectives

The goals and objectives of the League are:

- a) To enhance the quality of life and wellness for all residents in our community.
- b) To provide recreational, social and educational activities for all members and residents.
- c) To promote active and connected neighbourhoods through accessible programming, facilities and parklands.
- d) To protect, maintain and improve our programs, facilities and parklands.
- e) To create a strong sense of community through communication, inclusion and cooperation in the community.
- f) To work cooperatively with and promote relationships with neighbouring community leagues, associations, institutions and corporate residents for the betterment of our communities.
- g) To facilitate consultation in land use planning, development and transportation matters with all levels of government, the private sector and neighbouring communities that impact our neighbourhoods.

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Article 5: Membership

- 5.1 Any resident within the stated boundaries will be a full member upon payment of the membership fee. There will be the following categories of membership:
- 5.1.1 **Family** (any group residing in one household acting as a family unit) with a maximum of two votes per household,
 - 5.1.2 **Adult** (any couple residing in one household with no children) with two votes per household,
 - 5.1.3 **Single** (any adult over the age of majority) with one vote per household,
- 5.2 **Membership fees** will be approved each year at the Annual General Meeting.
- 5.3 **The membership year** will be from September 1 to August 31 of each year.
- 5.4 **Withdrawal or Termination from membership:** *Withdrawal* will be by providing a letter to the Secretary of the league, non-payment of annual fees or moving out of the defined boundaries of the league. *Termination* of membership for just cause will be dealt with in the manner prescribed in Article 12.1.

Article 6: Meetings

- 6.1 **General Meetings**
- 6.1.1 **Notice:** At least twenty one (21) days' notice of all Annual, General, or Special General meetings will be delivered by public notification mainly through newspapers, websites, the League signs or any other applicable methods.
 - 6.1.2 **Quorum:** A quorum for all Annual, General, or Special General Meetings will be the lesser of ten (10) members or ten percent (10%) of the entire membership.

If a quorum is not present at a meeting, the chair declares that a quorum is not present but will proceed with the business and a second meeting will be called for the purpose of passing the specific motion(s) at a date to be determined based on the urgency of the business but not more than two weeks from the date of the original meeting. During that time, all efforts will be taken to inform all Directors or members of the meeting and encourage their attendance with the notice that there is business that must be ratified that requires a quorum. If there is still not a quorum at this second meeting, then the number of people in attendance will be considered a quorum.
- 6.2 **Annual General Meeting:** The League will hold an Annual General Meeting no less than ninety days or greater than six months after the financial year-end for the

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presentation of the financial report and election of officers.

- 6.3 Special General** meetings may be called at the discretion of the President, and must be called upon receipt by the President within twenty one (21) days of receipt of a written request for such meeting signed by thirty three percent (33%) of the members of the League. Any call for a Special General Meeting must include specific reference to the item(s) to be dealt with.
- 6.4 The Board of Directors** will meet each month, except in the months of July and August. The Board shall set the day of the month at the first meeting after the AGM.
- 6.4.1 Special Board Meeting:** The President will, upon receipt of a written request signed by at least four members of the Board of Directors, call a Special Meeting of the Board of Directors within twenty one (21) days of receipt of the request. At least ten (10) days' written notice or three (3) days notice by email or phone will be given for any Special Board of Directors Meetings. Any call for a Special Board of Directors Meeting must include specific reference to the item(s) to be dealt with.
- 6.4.2 Quorum** for any Board of Directors' Meetings will be fifty percent (50%) of the Board, two of which must be executive committee members and must be present. Any business transactions conducted at a meeting where quorum is not present will be ratified at the next regularly called meeting of the Board with the notice that there is business that must be ratified that requires a quorum; otherwise they will be null and void.

Article 7: Voting

- 7.1** Any full member as specified in Section 5.1, who is of the age of majority and is in good standing, upon payment of the membership fee is entitled to vote.
- 7.2** Such voting must be made in person and not by proxy or otherwise.
- 7.3** Any member may attend the Board of Directors' meetings, but will not be allowed to vote. The Board may, by resolution, determine the members' ability to speak to a matter on the agenda.
- 7.4** A show of hands will be adequate for voting, except for nominations or elections and any controversial matters where a secret ballot is required or can be requested.
- 7.5** In the event of any vote resulting in a tie, the Chairman of the meeting shall have the deciding vote. At any meeting, unless a poll is demanded by the Chairman or by at least three members present, the declaration by the Chairman that the resolution has been carried or carried by a particular majority, or lost, or not carried or not carried by a particular majority, and an entry to that effect in the minute book of the League shall be conclusive evidence of the fact, without proof of the number or portion of votes received

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in favour or against such resolution.

Article 8: Financial Reviews and Auditing

- 8.1** The books, accounts, and records of the Secretary and Treasurer will be reviewed once per year and audited every two years by a qualified accountant or by two members of the League, not currently serving on the board, elected for that purpose at the Annual General Meeting.
- 8.2** The Treasurer or auditor, if applicable, at the Annual General Meeting will submit a complete and proper statement of the standing of the books for the previous year.
- 8.3** The fiscal year will end on August 31.
- 8.4** The books and records may be inspected by any member at the Annual General Meeting, or at any time upon giving two weeks notice and arranging a time satisfactory to the Directors in charge of the records. Boards of Directors' will at all times have reasonable access to such books and records.

Article 9: Board of Directors

The Board of Directors will, subject to the by-laws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the League.

Any Director may resign from the Board by submitting such request in writing to the President. Such resignation will be effective immediately.

In the event of a vacancy as a result of resignation, death, or removal, the Board is empowered to fill the vacancy by appointment for the remainder of the term. Such appointment is to be ratified at the next General Meeting. The person so appointed will hold office for the remainder of the term of that member they are replacing would have held.

The Board of Directors shall maintain fair representation of all neighbourhoods by having a minimum of two directors from each neighbourhood on the board at all times.

All Board of Directors are expected to attend monthly board meetings, represent their respective neighbourhoods, ensure all neighbourhoods are fairly represented and actively promote their portfolio. Specifically, the Board of Directors, and their respective duties, including but not limited, is as follows:

9.1 President: The President will:

- preside at all meetings;
- be an ex-officio member of all committees, except a Nominating Committee;
- be charged with the general supervision of all the activities of the League;

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- nominate a Director who is willing to serve and stand in for or replace the President, as circumstances require;
- is a signing authority for cheques, Annual Returns, Financial Statements, grant applications, contracts, and other;
- notifies secretary of upcoming meetings;
- ensure the Annual General Meeting date is set including proper notification to general membership;
- act as the official spokesperson of the league or appoint a designate and;
- be a member of the Executive Committee.

9.2 **Past President:** The Past President will:

- assume Ad Hoc duties at the discretion of the Board;
- act as the Nominating Committee Director; and
- be a member of the Executive Committee.

9.3 **Vice President:** The Vice President will:

- preside at any meetings the President is absent from;
- assume any duties from the President as required;
- acts as a signing authority;
- responsible for the periodic review of the Bylaws, Policies and Procedures, Financial Information, Insurance; and
- be a member of the Executive Committee.

9.4 **Secretary:** The Secretary will:

- attend all meetings of the League, the Board, and the Executive Committee and take and retain accurate minutes of all meetings;
- responsible for the minute and meeting notice distribution at least one week in advance of next meeting by phone, fax or email;
- have charge of minute book and other records;
- have charge of all correspondence of the League under the direction of the President and the Board including picking up and distributing mail from the mailbox.;
- act as a signing authority
- maintain a record of board members including home addresses, phone numbers and email addresses;
- notify EFCL and Alberta Gaming of changes in board members periodically
- be responsible for filing the League's annual return;
- have charge of the seal of the League; and
- be a member of the Executive Committee.

In the absence of the Secretary, such officer as may be appointed by the Board will discharge these duties.

9.5 **Treasurer:** The Treasurer will:

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- be responsible for all financial records of the League;
- be responsible, on behalf or in the name of, the League, for all monies collected or otherwise received, issuing receipts, payments of all accounts when properly approved, and keep proper accounts, receipts, and vouchers of same, and the deposit of funds to the League's bank accounts;
- report the financial standing at every Board and General Meeting;
- present to the Annual Meeting an audited/reviewed statement of the financial affairs for the preceding fiscal year;
- review and prepare policy and procedures with respect to the financial matters of the league;
- recommend, in conjunction with the President, an Annual Budget to the Board of Directors
- act as a signing authority for the league; and
- be a member of the Executive Committee.

9.6 **Social Director:** The Social Director will:

- be responsible for all matters pertaining to social activities of the League;
- prepare an annual budget for social activities and submit it to the Board of Directors;
- review and prepare policy and procedures with respect to social activities, and
- report monthly to the Board of Directors

9.7 **Sports Director:** The Sports Director will:

- be responsible for all matters pertaining to sports, including the registration and organization of softball.
- recruit representatives or act as the representative to the sports governing bodies;
- prepare an annual budget for the sports programs and submit it to the Board of Directors;
- review and prepare policy and procedures with respect to sports programs, and
- report monthly to the Board of Directors

9.8 **Program Director:** The Program Director will

- be responsible for all programs;
- complete STEP and SCP grants in a timely manner;
- order port-a-potties for summer playground programs (late spring);
- attend joint programmers meetings with related leagues (usually spring & fall);
- prepare an annual budget for programs and submit it to the Board of Directors;
- review and prepare policy and procedures with respect to programs; and
- report monthly to the Board of Directors.

9.9 **Membership Director:** The Membership Director will:

- be responsible for the organization of spring and fall Membership drives which correspond to the spring and fall sports registrations;

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- keep a record of and maintain the membership lists and other records pertaining to membership;
- ensure compliance with the EFCL Code of Ethics with respect to selling memberships;
- prepare an annual budget for membership and submit it to the Board of Directors;
- review and prepare policy and procedures with respect to membership; and
- report monthly to the Board of Directors.

9.10 Parkland Facilities Director: The Parkland Facilities Director will:

- be responsible for the security and maintenance of the parklands facilities, including hiring summer security patrols;
- prepare an annual budget for the parkland facilities and submit it to the Board of Directors;
- review and prepare policy and procedures with respect to the parkland facilities; and
- report monthly to the Board of Directors.

9.11 Advocacy Director: The Advocacy Director will:

- liaison with Community Services, Planning and Development, Transportation, City Council, etc.
- attend quarterly SWAC meetings
- attend periodic TRAC meetings;
- attend Edmonton Federation of Community League's annual general meeting;
- provide liaison to the Board with any Ad Hoc Committees relating to specific development issues;
- prepare a project budget for committee and submit it to the Board of Directors; and
- report monthly to the Board of Directors.

9.12 Volunteer Coordinator: The Volunteer Coordinator will:

- determine volunteer needs of the League with the assistance of other Board of Directors;
- be responsible for publication of volunteer opportunities in the newsletters, websites or other publications;
- prepare an annual budget for volunteer costs and submit it to the Board of Directors; and
- review and prepare policy and procedures with respect to volunteering; and
- report monthly to the Board of Directors.

9.13 Communications Director: The Communications Director will:

- be responsible for the publication of the newsletter and timely submission to the Ragg-Times;
- maintain current contact information in the Ragg-Times;
- be responsible for posting messages on all Ridge Park signs;

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- be responsible or designate someone for the maintenance of the League website;
- arrange for publicity for league events;
- prepare an annual budget for publicity and submit it to the Board of Directors;
- review and prepare policy and procedures with respect to publicity; and
- report monthly to the Board of Directors.

Article 10: Committees

- 10.1 Executive Committee:** The League's Executive Committee as describe above may meet from time to time between Board Meetings if an issue of an urgent nature arises. All decisions of the Executive Committee are to be ratified at the next regularly scheduled Board Meeting or are to be deemed null and void.
- 10.2 Ad Hoc Committees:** The League may at times create such Ad Hoc Committees as may be deemed necessary, either in General or Board of Directors' Meetings, in order to conduct the League's business. Such Committees will carry out functions and otherwise act in accordance with such resolutions or 'Terms of Reference', as may be passed by either the Board of Directors or at a General Meeting. Such Committees will be answerable to and report to the Board and will have a specific duration of service.
- 10.3 Standing Committees:** The League may, at its discretion, create such Standing Committees as required, either in General or Board of Directors' Meetings. Such Committees will carry out functions and otherwise act in accordance with such resolutions or 'Terms of Reference', as may be passed by either the Board of Directors or in a General Meeting. Such Committees will report to the Board and will continue to exist for an indefinite period of time.

Article 11: Elections

- 11.1** Elections will be held at the Annual General Meeting. Officers and Directors will take office immediately following that Annual General Meeting.
- 11.2** All terms will be for one year.
- 11.3** A person appointed or elected becomes a director if they were present at the meeting when being appointed or elected, and did not refuse the appointment or nomination. 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.

Article 12: Disciplinary Hearing and Termination

- 12.1** The Executive Committee will be empowered to expel any member from membership or a Board Member from office for any conduct deemed injurious to the League, it's members or its purposes. This decision will be final.

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12.1.1 Pending a full hearing, such Member or Director will be placed on suspension.

12.1.2 The Executive Committee will hold a hearing where the Member or Director, upon being given 14 days' notice, in writing, has the opportunity to attend and present his or her case. At the conclusion of the hearing, the majority vote of the Executive Committee will prevail. If the individual fails to attend the hearing, without excuse, the termination will be effective immediately.

12.1.3 The quorum for such a hearing will be two-thirds (2/3) of the Executive Committee.

12.1.4 The Executive Committee will debate the matter 'in private' and render a written decision in writing within 72 hours.

12.2 All complaints heard before the Executive Committee must be in writing and marked 'Confidential and Without Prejudice'. Such complaints must specify the bylaw violation or injurious behavior and cite attempts at discipline prior to the complaint being filed.

12.3 The Board of Directors may remove any Director from office, with out a hearing, if he or she is absent from any four consecutive meetings without regrets.

Article 13: Remuneration

13.1 No Board of Director will receive any remuneration for their services. A Director may receive reimbursements for expenses, with presentation of receipts, incurred as a result of performing the League's business.

Article 14: Financial

14.1 The Board of Directors may open one or more accounts, designate signing Directors, and generally execute all documents connected with the transaction of the League's business with any chosen Chartered Bank, Trust Company, Treasury Branch, or Credit Union.

14.2 For the purpose of carrying out its objectives, the League may draw, make, accept, endorse, discount, execute and issue cheques, promissory notes and bills of exchange, but only to the extent authorized by resolution of the Board of Directors.

14.3 All bills, notes, cheques, debentures and other papers and documents which pertain to the finances of the League will be signed by two board members preferably the Treasurer, along with the President or a Vice President which has been granted signing authority by resolution of the Board of Directors.

14.4 The Annual Budget will be submitted by the Treasurer on behalf of the Board of Directors for approval at the Annual General Meeting and will be circulated to the

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members with the Notice of the General Meeting. Failure to approve a Budget will mean that spending limits must be set on the Board of Directors and all their Committees.

14.5 The League may, by a Special Resolution, borrow or raise or secure the payment of money, or issue debentures.

14.6 No two members of the same household will both have signing authority. Also no signing authority will sign a cheque where they are the payee.

Article 15: Amendments to the Bylaws

15.1 These Bylaws may be rescinded, altered, or added to by a Special Resolution at a General, Special General, or Annual General Meeting with at least 21 days' notice in writing.

15.2 Any proposed changes must be reviewed at a Board of Directors meeting before being forwarded to a General, Special General, or Annual General Meeting.

Article 16: Dissolution

16.1 Upon dissolution of the League, 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 Edmonton Federation of Community Leagues 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 Tri-partite License Agreement.

Article 17: Parliamentary Authority

The rules contained in "Robert's Rules of Order," in its most current edition, will govern the proceedings at all meetings and in all cases where they are applicable, provided that they are not inconsistent with these Bylaws or the requirements of the Societies Act.

Article 18: Administration

18.1 The use, care, and safekeeping of the seal of the League will be the responsibility of the Secretary, and it will be used only when authorized by a resolution of the Board of Directors, and it will be affixed to documents and instruments when required by law or convention.

18.2 The Board of Directors has the right to hire such persons as may be deemed necessary for the efficient functioning of the League's business.

18.3 The League will retain membership in the Edmonton Federation of Community Leagues.