

BY-LAWS
OF THE
SECOND SIXTIES
OUTDOOR CLUB
(CONFEDERATION PARK)



REGISTERED NOVEMBER 10, 1998
REVISED APRIL 11, 2005
REVISED OCTOBER 23, 2012
REVISED OCTOBER 8, 2015
REVISED OCTOBER 6, 2016
REVISED OCTOBER 7, 2019
REVISED NOVEMBER 30, 2020
REVISED NOVEMBER 18, 2021 (Awaiting Registration)

SECOND SIXTIES OUTDOOR CLUB (CONFEDERATION PARK)

The Second Sixties Outdoor Club (Confederation Park) is a volunteer organization operated by a Board of Directors of its members for the benefit and pleasure of its members.

OBJECTIVES

- A. To encourage seniors to participate in outdoor activities beneficial to physical and mental fitness.
- B. To provide opportunities for social interaction and companionship.
- C. To encourage the learning of Alberta's natural history.

BY-LAWS SECOND SIXTIES OUTDOOR CLUB (CONFEDERATION PARK)

DEFINITIONS

In these By-laws and related Operating Policies:

1. **"Board of Directors"** or **"Board"** means the group of Club members elected at an Annual General Meeting, or otherwise appointed, to manage the affairs of the Club and consists of a President, a Vice-President, a Past President, a Secretary, a Treasurer and Directors as required, each responsible for a specific area of the Club's activities.
2. **"Club"** means the SECOND SIXTIES OUTDOOR CLUB (CONFEDERATION PARK).
3. **"General Meeting"** means a Club meeting which all members are invited to attend and includes the Annual General Meeting, the April Meeting and any Special General Meetings as provided for by the By-laws.
4. **"Operating Policies"** means the rules, regulations and guidelines developed and published from time to time by the Board of Directors, with the subsequent ratification of the membership, to enable the efficient and effective operation of the Club.
5. **"Signing Officers"** means the Treasurer, the President and the Vice-President, any two of whom are authorized by the Board to sign cheques and other banking documents required for the conduct of the business of the Club.
6. **"Special Resolution"** means a resolution as defined in the Societies Act of the Province of Alberta.

In these By-laws, words importing the singular number also include the plural, and vice versa, and words importing the masculine gender include the feminine gender, or neuter, and vice versa.

MEMBERSHIP

There shall be two classes of members:

- a. Active
- b. Honorary Life

ACTIVE MEMBERSHIP

1. Active membership in the Club is open to persons who have reached the minimum entrance age specified in the current version of the Club's Operating Policies and fulfilled the qualifying requirements stated in the Policies.

2. Applications for membership may be obtained from the Membership Director.
3. Active members of the Club are required to comply with the Club's By-laws and Operating Policies.
4. Active Members must pay annual membership fees and take part in the outdoor activities of the Club to the extent stipulated in the Operating Policies.
5. Active and Honorary Life Members may attend meetings of the Board, as guests, without the right to vote.
6. Active and Honorary Life Members have the right to vote, in person or by proxy, at General Meetings.
7. An Active Member may resign from the Club at any time by submitting a letter of resignation to the Board.
8. An Active Member may be expelled from the Club for activities which, in the sole judgement of the Board, are not in keeping with the Club's Objectives, By-laws and Operating Policies or are deemed to be detrimental to the orderly functioning of the Club.

HONORARY LIFE MEMBERSHIP

1. A candidate for Honorary Life Membership will have made contributions to the well-being of the Club of much greater significance than is normally expected of an Active Member or of the incumbent of any position he may have occupied during his period of active membership.
2. A candidate for Honorary Life Membership will have been an Active Member of the Club for at least ten (10) years.
3. Candidates for Honorary Life Membership must be nominated, in writing to the Board, by any three (3) Active Members, who need not be members of the Board.
4. The Board will, in its sole judgement, appoint Honorary Life Members from the nominations received.
5. Honorary Life Members:
 - a. do not pay annual membership dues.
 - b. may hold office.
 - c. have a vote at General Meetings.
 - d. are welcome, but are not required, to participate in all Club activities.

ALUMNI GROUP

1. The Club recognizes the existence of a separately organized and operated "Alumni Group" comprised of former Club members no longer able to meet the requirements for Active Membership.
2. Members of the Alumni Group may:
 - a. attend the Club's General Meetings, report on their activities and participate in discussions but may not propose motions or vote.
 - b. attend Club social functions and participate in out of town overnight trips if space is available.
 - c. not take part in the Club's regular out-of-town day trips.

BOARD OF DIRECTORS

1. Members of the Board are to be elected, by secret ballot or by acclamation, at the Annual General Meeting of the Club from a slate of candidates presented to the membership in attendance.
2. Should a vacancy develop on the Board during the year, the Board may appoint a replacement, from the membership, to serve until the next Annual General Meeting.

3. Any Active Member shall be eligible for membership on the Board.
4. A Board member may be required to resign for:
 - a. committing infractions of the Club's Operating Policies.
 - b. failing to attend three consecutive scheduled Board meetings in one year without due cause in the opinion of the rest of the Board.
 - c. for just cause, which may include incompetence or actions detrimental to the Club.
5. A two-thirds majority vote of the remaining Board members shall be needed to require a resignation.
6. Any member may resign from the Board by tendering a letter of resignation to the Secretary.
7. A majority of the Board will constitute a quorum at meetings of the Board.
8. The terms of office for Board members will be for two years except for the President, Vice-President, Past President, Hiking Director and Information Technology Director, whose terms will be for one year.
9. No person may serve as President for more than two consecutive terms.
10. The Board shall:
 - a. subject to the By-laws and Operating Policies **or** directions given it by simple majority vote at any properly constituted meeting, have full control and management of the affairs of the Club.
 - b. hold meetings as often as may be required, but at least four (4) times a year.
 - c. conduct its business according to the rules of procedure adopted by the Board. If no other rules of procedure are adopted, the procedures set forth in "Robert's Rules of Order" shall be followed.
 - d. be responsible for the judicious management of all Club money.
 - e. report to the membership, at each Annual General Meeting, income received and expenditures made during the preceding year in the operation of the Club .
 - f. seek the approval of the membership, at a General Meeting, of any donations made from Club funds.
 - g. recommend to the membership at each Annual General Meeting the number of Directors required for the efficient operation of the Club during the ensuing year.
 - h. regularly review the Operating Policies and, at General Meetings, seek the required approvals from the membership of any changes proposed or made to the Policies by the Board since the preceding General Meeting.
 - i. In the event of a pandemic or other public health crisis, the Board shall implement the health and health-related measures advised and/or mandated by any of the following authorities: The City of Calgary, Alberta Health Services, the Government of Alberta and/or the Government of Canada.
11. For the purpose of achieving its Objectives, the Club, through the Board, may borrow or raise or secure the payment of money in such manner as it thinks fit, but this power shall be exercised only under the authority of the Club.
12. No member shall receive any remuneration for services rendered. Subject to Board approval, expenses incurred by a member in the provision of services shall be reimbursed.

MEETINGS

1. The Club shall hold an Annual General Meeting on or before October 31, each year, at which:
 - a. Directors shall report to the members present.
 - b. audited financial statements for the preceding year shall be presented for approval.
 - c. the Board of Directors for the ensuing year shall be elected.
 - d. Auditors for the forthcoming year shall be appointed.
 - e. Such other business as the Board may deem necessary shall be conducted.

2. The Club shall hold a General Meeting in April, each year, at which:
 - a. the Board shall report on the state of the Club to the members present.
 - b. such other business as the Board may deem necessary shall be conducted.
3. Special General Meetings of the Club may be called at any time at the discretion of the President.
4. Written or verbal (telephoned) notice of General Meetings shall be given to the membership at least twenty-one days prior to the meeting. The notice of General Meetings shall identify the business to be brought before the meeting.
5. Twenty percent of members in good standing shall constitute a quorum at any General Meeting.
6. Where in-person attendance at the Annual General Meeting presents a health and/or safety risk to the Membership, then in-person voting and/or in-person by proxy voting may be waived by the Board, and an alternate method of voting not based upon Members being physically present at the Annual General Meeting can be implemented.

DUTIES OF THE PRESIDENT

The President shall:

- a. when present, preside over all meetings of the Club.
- b. be an ex-officio member of all Board committees.
- c. see that due notice is given of meetings as required by the By-laws of the Club.
- d. prepare and circulate an appropriate agenda prior to meetings.
- e. during his term of office, review with the Board of Directors the Objectives of the Club.
- f. perform such other duties as the Board may decide and formalize in the Operating Policies.

DUTIES OF THE VICE-PRESIDENT

The Vice-President shall:

- a. be prepared to take over the duties of the President as the occasion may require.
- b. collect and record information concerning accidents, illnesses, bereavements and other misfortunes affecting members.
- c. on behalf of the Club, prepare and forward to the affected members, cards appropriate to the situations referred to in b., above.
- d. collect the necessary reports and prepare the Club's annual newsletter in time for circulation at the April General Meeting.
- e. perform such other duties as the Board may decide.

DUTIES OF THE PAST PRESIDENT

The Past President shall:

- a. make available to succeeding Directors the knowledge of Club affairs gained during his term of office.
- b. chair a committee of the Board if requested to do so.
- c. prepare and present at the Annual General Meeting nearest the conclusion of his term of office, a slate of candidates for election to Board positions then coming vacant.
- d. perform such other duties as the Board may decide and formalize in the Operating Policies.

DUTIES OF THE SECRETARY

The Secretary shall:

- a. record the minutes of each General Meeting and each meeting of the Board of Directors.
- b. maintain a master copy of the Club's By-laws and Operating Policies.
- c. prepare and submit to the Province of Alberta an annual report as required by the Alberta Societies Act.
- d. for the purposes of permanent record, make available as and when required, signed copies of all minutes of Board and Club meetings, with attachments.
- e. have custody of the Seal of the Society, if any.

DUTIES OF THE TREASURER

The Treasurer shall:

- a. ensure that the Board appoints the Signing Officers necessary for the conduct of the Club's banking.
- b. deposit in the bank all monies received.
- c. pay bills incurred by the Club, or by members on behalf of the Club, as approved by the Board.
- d. maintain an adequate set of books recording financial transactions.
- e. prepare and present at each Board meeting a statement of receipts and disbursements for the preceding period.
- f. prepare a year-end financial statement, as of 31 August, to be audited prior to presentation at the Annual General Meeting.

RESPONSIBILITIES OF DIRECTORS OTHER THAN THE PRESIDENT, VICE-PRESIDENT, PAST PRESIDENT, SECRETARY AND TREASURER

These Directors shall:

- a. perform the duties related to their specific areas of responsibility as the Board and prevailing conditions require.
- b. have the right to propose motions and vote at all Board and General meetings.
- c. report regularly to the Board and to the membership at General Meetings on their activities, making recommendations as to possible improvements in that respect.

DUTIES OF THE AUDITOR

1. August 31 of each year shall be the end of the Club's fiscal year.
2. The books, accounts and records of the Treasurer shall be audited at least once a year by a duly qualified person or by two members of the Club elected for that purpose at the Club's Annual General Meeting who will report thereon at the Club's Annual General Meeting.
3. The books and records of the Club shall be open for inspection by any Active or Honorary Life Member upon written request to the President. Appointments for such inspections shall be made for a mutually convenient time and place.

CUSTODY AND USE OF SEAL

Use of the Seal of the Society, if any, shall be authenticated by the signature of the Secretary and President or Vice-President.

DISSOLUTION

In the event of dissolution or winding up of the Club, all its assets remaining after payment of liabilities shall be distributed to one or more legitimate Canadian charitable organizations recommended by the Board and approved by the membership.

AMENDING FORMULA

These By-laws may be rescinded, altered or added to by a Special Resolution duly passed by a 75% majority in attendance at a Special or Annual General Meeting.