

Bylaws of the Lodgepole Recreational Society

These bylaws are adopted to govern the affairs of the Lodgepole Recreational Society in accordance with the Societies Act of Alberta. They are intended to promote transparency, accountability, and the long-term sustainability of the Society.

1. NAME AND DEFINITIONS

1.1 The name of the Society is Lodgepole Recreational Society.

1.2 Definitions:

- 'Society' refers to the Lodgepole Recreational Society
- 'Member' means a person meeting membership eligibility criteria as defined herein
- 'Board' means the elected Board of Directors.
- 'Quorum' means the minimum number of members required to conduct official business.
- 'Special Resolution' means a resolution passed by 75% of those present at a duly called meeting.

2. Mission and Objectives

2.1 The Society's mission is to operate and maintain the Lodgepole Community Hall for the benefit of the residents of Lodgepole and surrounding areas through community events, programs, and partnerships.

2.2 The Society shall remain non-partisan and shall not align with or support any political, religious, or ideological group whose goals conflict with community values or the Society's objectives.

3. Membership

3.1 Membership is open to any person 18 years or older who supports the Society's mission and values, subject to approval by the Board.

3.2 Membership applications must be submitted in writing and approved by a majority vote of the Board.

3.2.1 A member wishing to withdraw from membership may do so upon a notice in writing to the Board through the Secretary or to the boards email.

3.2.2 Board Vetting Process

Require that all new board members:

- Provide references or community endorsements
- Complete an orientation and agree to the Code of Conduct
- Are approved by **at least 75% of existing board**

3.3 The Board reserves the right to deny or revoke membership if a member's actions are deemed harmful, disruptive, or contrary to the Society's mission and values.

3.3.1 The Society reserves the right to deny or suspend membership or leadership eligibility to any person or group attempting to join en masse or with the apparent intent of altering the mission, seizing control, or undermining operations.

3.4 Members may vote on non financial issues and attend meetings, but do not have automatic rights to leadership or decision-making authority.

3.5 A member may be suspended or expelled with written notice and an opportunity to respond to the Board.

3.6 Membership and board eligibility require support for the values of inclusivity, public safety, and community enrichment. The Society does not support or affiliate with any group or ideology that promotes hate, violence, conspiracy, or anti-government activity.

3.7 Notwithstanding any other provisions of these bylaws, all individuals who were recognized as members in good standing of the Lodgepole Recreational Society prior to the adoption of these amended bylaws shall be deemed to be **approved members** of the Society.

Such members shall not be required to complete a new membership application or provide community references as required under these amended bylaws, unless their membership lapses or is otherwise terminated in accordance with the bylaws.

All grandfathered members shall retain the same rights and privileges of membership as set out in these bylaws, provided they remain members in good standing.

For greater certainty, any **new memberships** submitted after the adoption of these amended bylaws shall be subject to all current membership requirements, including application, references, and Board approval.

4. Meeting of Members

4.1 The Annual General Meeting (AGM) shall be held once per calendar year on or before February 28 with 30 days' notice. Any vacancy occurring during the year shall be filled at the next meeting, provided it is so stated in the notice calling such meeting with enough time to submit an application to the board to apply to run in the election.

4.1.2 The Annual General Meeting (AGM) may be delayed in certain circumstances. For example hall closures, illness ect.

4.2 Special Meetings may be called by the Board with similar notice requirements.

4.3 A quorum shall consist of 25% of registered members and 6 Board members. Or half of active Board Members.

4.4 Voting is conducted in person only; no proxy voting is allowed.

4.5 General meetings of the Society may be called at least six times per year as directed by the executive by notice by phone, email, social media two consecutive weeks before meeting.

4.6 Special Meetings of the Society may be called with at least 7 days notice or less if all Board members are in agreement and a quorum of Board Members can attend.

5. Board of Directors

5.1 The Board shall consist of 7–11 members including Chair, Vice-Chair, Treasurer, Secretary, and Directors-at-large.

5.2 All Board members must be approved members of the Society for a minimum of four months prior to nomination.

5.3 Board members shall be elected at the AGM by secret ballot and require a majority vote of members present.

5.4 Any Board member may be removed by a 2/3 vote of the Board for cause.

5.5 A nomination committee may vet candidates to ensure alignment with the Society's mission and values.

5.6 Board members shall serve a two-year term and are eligible for re-election.

5.7 To ensure leadership continuity, Board elections shall be staggered as follows:

-In even-numbered years: elections will be held for the positions of President, Treasurer, and three Directors-at-Large.

-In odd-numbered years: elections will be held for the positions of Vice-Chair, Secretary, and the remaining three Directors-at-Large.

5.8 This staggered election system is designed to prevent a complete turnover of the Board in any single year and to preserve the Society's mission and operational stability.

6. Duties and Powers of the Board

6.1 The Board shall be responsible for strategic direction, financial oversight, and operational decisions.

6.2 The Board has the authority to approve or deny membership.

6.3 The Board may establish committees or working groups as needed.

6.4 Chair (President)

The Chair is responsible for overall leadership and ensuring the Society operates effectively and in accordance with its bylaws.

Responsibilities:

- Preside over all Board and General Meetings
- Provide leadership and direction to the Board
- Ensure decisions are made in the best interest of the Society
- Act as the primary spokesperson for the Society
- Oversee implementation of Board decisions
- Ensure governance policies and bylaws are followed
- Liaise with external partners, sponsors, and the community
- Support and guide other board members in their roles

6.5 Vice-Chair (Vice-President)

The Vice-Chair supports the Chair and assumes their responsibilities when required.

Responsibilities:

- Act in place of the Chair when they are absent
- Assist the Chair with leadership and coordination of Board activities
- Support committees, projects, and special initiatives
- Help ensure continuity of leadership
- Take on additional responsibilities as assigned by the Board

6.6 Treasurer

The Treasurer is responsible for overseeing the financial health and accountability of the Society.

Responsibilities:

- Maintain accurate financial records
- Monitor income, expenses, and budgets
- Provide regular financial reports to the Board
- Ensure proper handling of funds, including deposits and payments

- Assist in preparing annual budgets
- Support grant applications and financial reporting requirements
- Ensure compliance with financial policies and regulatory obligations
- Coordinate preparation of year-end financial statements

6.7 Secretary

The Secretary is responsible for maintaining official records and ensuring proper documentation of Society activities.

Responsibilities:

- Record and maintain accurate minutes of all Board and General Meetings
- Maintain records of membership and Board contact information
- Distribute meeting notices, agendas, and minutes
- Ensure proper documentation of decisions and resolutions
- Maintain and organize Society records (digital and/or physical)
- Support communication between Board members
- Assist with filing requirements and official correspondence

6.8 Directors at Large

Directors at Large support the work of the Board and contribute to decision-making and Society activities.

Responsibilities:

- Attend and participate in Board meetings
- Contribute to discussions and decision-making
- Assist with planning and executing events and programs
- Serve on committees or lead specific projects as needed
- Support fundraising, sponsorship, and community engagement efforts
- Represent the interests of the community
- Take on additional duties as assigned by the Board

7. Financial Management

7.1 The fiscal year shall be January 1 to December 31.

7.2 All expenses must be approved according to the Society's financial policies.

7.3 Two Board members must sign all cheques and financial agreements.

7.4 Financial statements shall be presented annually to the membership.

7.5 The books of the society must be audited once a year prior to the AGM. It shall be done by two board members or one board member and one general member or by an outside accountant.

7.6 The Society may, for the purpose of carrying out its objectives or for capital purposes, from time to time borrow sums of money, and may from time to time issue notes, bonds, debentures and other securities.

7.7 The Board of Directors may not borrow more than \$300.00 without the authorization of the general membership as directed at an annual meeting or a special meeting called for this purpose.

8. Conflict of Interest

8.1 Board members must declare any conflicts of interest and recuse themselves from related decisions.

8.2 Failure to disclose a conflict may result in removal from the Board.

9. Bylaw Amendments

9.1 Bylaws may be amended by Special Resolution passed by 75% of members present at a duly called meeting.

9.2 Members must receive 21 days' notice of proposed bylaw amendments.

10. Dissolution

10.1 Upon dissolution, remaining assets will be transferred to a nonprofit or municipal organization with similar goals.

10.2 No assets may be distributed to individual members or private entities.

11. Protective Provisions

11.1 The Society may reject or revoke membership or Board eligibility for individuals or groups attempting to join en masse, undermine the Society's operations, or alter its mission.

11.2 All new Board members must provide community references, complete orientation, and sign the Code of Conduct.

11.3 The Society will maintain a values statement requiring support for inclusivity, community enrichment, and lawful conduct.

11.4 All new members must be approved by a majority vote of the Board after review of a written membership application.

11.5 The Society reserves the right to suspend or revoke any membership if a member's actions are considered harmful to the Society's goals, safety, or reputation, following a formal review process.

11.6 No member or group of members may use the Society or its assets to promote personal, political, ideological, or religious agendas. All activities must align with the Society's mission and objectives.

12. Director Attendance and Vacancy

Each Director shall make reasonable efforts to attend all meetings of the Board of Directors and to actively participate in the governance of the Society.

A Director who, without reasonable cause, fails to attend at least **forty percent (50%) of all duly called meetings of the Board** within the period between one Annual General Meeting and the next shall be considered to be in breach of their duties as a Director.

In addition, any Director who is absent from **three (3) consecutive meetings of the Board**, without reasonable cause communicated to the Board, may be deemed to have resigned from their position.

Where a Director:

- (a) fails to meet the minimum attendance requirement; or
- (b) is absent from three (3) consecutive meetings without reasonable cause;

the Board of Directors may, by resolution passed by a **majority vote of the remaining Directors**, declare the Director's position vacant.

For the purposes of this section, "reasonable cause" includes, but is not limited to:

- illness or medical circumstances
- family emergency
- employment or work-related obligations
- other circumstances as determined acceptable by the Board

A Director shall make reasonable efforts to notify the Board in advance of any absence.

Failure to respond to Board communications for a period of **sixty (60) days** may also be considered by the Board when determining whether a Director has neglected their duties.

Any vacancy created pursuant to this section shall be filled in accordance with Section 3 and 5 of these bylaws respecting the filling of vacancies.

13. Remuneration

13.1 Unless authorized at any meeting and after notice for it has been given, no officer, director, or member of the association shall receive any remuneration for his/her normal duties and responsibilities within the Society.