

BYLAWS: WECAN FOOD BASKET SOCIETY of ALBERTA

Revised – June 4, 2022 AGM

MEMBERSHIP

1. The members at a general meeting shall determine membership fee in the Society. Upon payment of the fee, any person residing in Alberta, and being of the age of 18 years, may become a member by a majority vote passed by the members at a regular meeting of the Society, upon payment of the fee.
2. Any Society member wishing to withdraw from membership may do so upon written notice to the Board through its Secretary.
3. Any member who has not paid the membership fee for any year, the member shall be automatically suspended, and will not be entitled to privileges or powers in the Society until reinstated. Any member upon a majority vote of all members of the Society in good standing may be expelled from membership for any cause which the Society may deem reasonable.
4. Society members will not receive remuneration for duties performed on behalf of the board.

VOTING

5. Only members in good standing have the right to vote. All votes must be made in person and not by proxy or otherwise.
6. Members must be in attendance to qualify for a vote, including the Chairperson, who is only entitled to vote in the event of a tie.
7. Community representatives are all entitled to attend meetings but not have the right to vote.

MEETINGS

8. The Society shall hold an Annual General Meeting on or before the 30th day of June in each year, of which notice in writing to the last known address of each member shall be delivered in the mail, point of sending shall constitute delivery, E-mail, or Newsletter, 30 days prior to the date of the meeting.
9. At the Annual General Meeting there shall be elected or re-elected no less than 5 and no more than 10 Directors. The Directors so elected shall form a Board, and shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled at the next meeting, provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office in the Society.
10. General meetings of the Society may be called at any time by the Secretary upon the instructions of the Chairperson or Board by notice in writing to the last known address of each member, delivered in the mail, E-mail, or Newsletter, fourteen(14) days prior to the date of such meeting. A special meeting shall be called by the Chairperson or Secretary upon receipt of a petition signed by 12 members in good standing, setting forth the reasons for calling such a meeting, which shall be by letter to the last known address of each member, delivered in the mail, E-mail, or Newsletter, eight days prior to the meeting.

11. Quorum for the General meeting will be no less than 12 members of the Society.

BOARD OF DIRECTORS

The Board of Directors is the legal authority for The Wecan Food Basket Society of Alberta.

12. Board of Directors, or Board, shall mean the Board of Directors of the Society, and shall consist of a Chairperson, Vice Chairperson, Secretary, and Treasurer, and Directors at large. Each term of office shall be two (2) years in length.
13. At the first Board meeting following the Annual General Meeting there shall be elected a Chairperson, Vice Chairperson, Secretary, and Treasurer. The Directors so elected shall form the executive, and shall serve until their successors are elected and installed.
14. The Board of Directors shall have general supervision of all activities of the Society.
15. A quorum for any board meeting shall constitute 50% plus one.
16. The Board shall, subject to the bylaws or directions given it by a majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Society, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the Chairperson. A special meeting may be called on the instructions of any two board members provided they request the Chairperson in writing to call such meeting, and state the business to be brought before the meeting. Meetings of the Board shall be called by 10 days notice by E-mail, fax, or telephone. Meetings held without a quorum can carry out any business transactions at such meeting provided the transactions shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.
17. Any Director, upon a majority vote of all members in good standing, May be removed from office for any cause which the Society may deem reasonable.

CHAIRPERSON

18. The Chairperson shall be an ex-officio member of all Committees. The Chairperson shall, when present, preside at all meetings of the Society and of the Board. In his/her absence, the Vice Chairperson shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.
19. The Chairperson shall act as spokesperson for the Society.
20. The Chairperson shall plan the agenda for meetings and facilitate such meetings for the Society.
21. The Chairperson shall prepare and provide the board with an annual report that includes the following:
 - Report on the activities of the Society for the past year,
 - Present an action plan for the coming year.

VICE CHAIRPERSON

22. The Vice Chairperson shall assume the responsibilities of the Chairperson in the event of his/her absence.

23. The Vice Chairperson shall be responsible for filing the Annual Returns as required by law to keep the Society in good standing.

SECRETARY

24. It shall be the duty of the Secretary to attend all meetings of the Society and of the Board and to keep accurate minutes and records of the same. 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 Chairperson, or, in the case of death or inability of either to act, by the Vice Chairperson. In the Secretary's absence the board shall appoint an alternative Director.
25. The Secretary shall also keep a record of all the members of the Society and their addresses to send all notices of the various meetings as required.

TREASURER

26. The Treasurer shall keep an accurate accounting of all finances of the Society.
27. The Treasurer shall receive all monies paid to the society and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union, or Treasury Branch the Board may order.
28. The Treasurer shall prepare an updated report for each of the Society meetings including current status as well as any outstanding or expected expenditures and incomes.
29. The Treasurer shall ensure that all debts of the Society's activities are paid on time.
30. The Treasurer shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall, prepare:
 - a. A budget prior to the year end, for submission to the Board, and presentation at the Annual General Meeting;
 - b. For submission to the Annual Meeting, a statement duly audited of the financial position of the Society and submits a copy of the financial statements of same to the Secretary for the records of the society.
31. One person, if so decided by the Board of Directors, may fill the office of the Secretary and Treasurer.
32. In the event that a Director is not performing the tasks of office within the bylaws any member may put forth a motion to call a vote to have that officer removed from office. In the event that the motion is passed a vote by a show of hands will be held. A majority vote, that is, more than 50%, will determine the results.

AUDITING

33. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Society elected for that purpose at the Annual Meeting. Such auditor at the Annual Meeting of the society shall submit a complete

and proper statement of the standing of the books for the previous year. The fiscal year end of the Society in each year shall be March 31.

34. The books and records of the Society may be inspected by any member of the Society at the Annual Meeting or at anytime upon giving reasonable notice and arranging a time satisfactory to the officer of officers having charge of same. Each member of the Board shall at all times have access to such books and records.

REMUNERATION

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

BORROWING POWERS

36. For the purpose of carrying out its objects, the Society may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but in this power shall be exercised only under the authority of the Society, and in no case shall debentures be issued without the sanction of a special resolution of the Society.

LIQUIDATION OF THE SOCIETY

37. Upon liquidation of the Society, any assets remaining after payment or discharge of all debts and liabilities, shall be donated to such registered non-profit organization or organizations as the members decide.

BYLAWS

38. The Bylaws may be rescinded, altered or added to by a "Special Resolution."

This is a retyped COPY of the Bylaws Accepted by Corporate Registry on January 31, 2005

Signatures:

Lynn Mulvaney

Joan Machnee

Buzz Van Weelden

G. Tostowaryk

Heather Snider

K. M. Goodwin

Madeleine Blanchette

Trudy Jay-Conrad

Witnessed by: Cathy Vereyken