



**Amended By-Laws  
Okotoks Area Rural Crime Watch Association  
November 20, 2013**

## 1.0 DEFINITIONS

### 1.1. In these By-laws,

- (a) "Act" shall mean the Societies Act of Alberta (The Act) or other applicable legislation that shall be in force when these By-laws are passed, and subsequent amendments.
- (b) "Association" shall mean the Okotoks Area Range Patrol and Crime Watch Association.
- (c) "Board" shall mean the Board of Directors of the Association.
- (d) "General Meeting" shall mean an Annual or other General Meeting of the Members of Okotoks Area Range Patrol and Crime Watch Association.
- (e) "Member in good standing" shall mean a Member whose annual dues have been paid and is entitled to vote at a General Meeting.
- (f) "Ordinary Resolution" shall mean a resolution that is not effective until it has been approved by a majority of votes cast by the Members in good standing at a General Meeting.
- (g) "Special Resolution" shall mean a resolution passed by a majority of not less than three fourths of such Members entitled to vote as are present in person, at a General Meeting of which 3 (three) weeks written notice specifying the intention to propose the Resolution, and its content, has been duly given to the Members.
- (h) These By-laws shall be in effect on and after December 2, 2003, subject to their prior approval under the effective legislation, or as soon thereafter as such approval is received.

## 2.0 MEMBERSHIP

- 2.1 Membership in the Association shall be open to residents and/or owners of property within the established boundaries of the Association or others as approved by the Board that have submitted their application to the Treasurer together with the Entrance Fee, subject to approval of the RC.M.P. Okotoks Detachment.
- 2.2 The Initial Membership Fee shall be payable to the Association with the Application Form duly completed, which covers the cost of the Kit and first year membership.
- 2.3 The Annual Membership Fee and Initial Membership Fee shall be set by the Board and approved by the Members through an Ordinary Resolution.
- 2.4 The Annual Membership renewal process shall be determined by the Board.

- 2.5 Any Member wishing to withdraw from membership may do so upon 21 (twenty one) days notice in writing to the Board through the Secretary.
- 2.6 Any Member may be suspended or expelled from the Association for any cause the Board deems reasonable through a majority vote of the Board. Once the Board has voted, the Member is to be notified in writing within 2 (two) weeks through a letter sent to the Member's last recorded address.
- 2.7 A Member suspended or expelled under clause 2.7 shall have the right to appeal the decision to the general membership at a General Meeting. At that time after both the Member and the Board have made their case to the Members, the Members can vote to ratify or overturn the Board's decision.

### **3.0 THE BOARD OF DIRECTORS**

- 3.1 The Board shall consist of a minimum of 5 Members.
- 3.2 A Director shall cease to hold office by reason of:
  - (a) Termination of membership,
  - (b) Removal from office by Ordinary Resolution,
  - (c) Disqualification under terms of the Societies Act,
  - (d) Resignation.
- 3.3 The Board shall, subject to the By-laws or directions given to it by a majority vote at any meeting properly called and constituted, have full control and management of the business and affairs of the Association. However, the Board may not borrow over \$1,000 on behalf of the Association without the approval of the membership.
- 3.4 Meetings of the Board shall be held as often as the business of the Association shall require, and shall be called by the President, or by the Secretary, called by providing 10 (ten) days' notice in writing to each Board member, or 3 (three) days verbal notice to the Board members.
- 3.5 Any 4 (four) Board members shall constitute a Quorum, and meetings shall be held without notice if a Quorum of the Board is present, provided that any business transactions at such a meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.

- 3.6 Directors, Officers and other Members shall not receive remuneration for their service, however the Board may:
- (a) Approve travelling expenses for any Member incurred in carrying out the business of the Association.
  - (b) Approve special remuneration for any Member who undertakes any special work or mission on the Association's behalf.
  - (c) Approve a one-time honorarium for any individual up to \$100. However, that individual, if a Board member, must abstain themselves from the vote. The honorarium can be renewed from year to year, but must be approved each year.
  - (d) Recommend a one-time honorarium of over \$100 for any individual; however, the Members through an Ordinary Resolution must approve that honorarium.

#### 4.0 SIGNING AUTHORITY

- 4.1 The Signing Authority for the Association shall consist of any 2 (two) Board members.

#### 5.0 OFFICERS OF THE ASSOCIATION

- 5.1 The following shall be the Officers of the Association:

- (a) The President,
- (c) The Secretary,
- (d) The Treasurer,
- (e) The Board can approve up to 3 (three) additional permanent or temporary Officer positions.

- 5.2 The Officers shall hold office for 2 (two) years.

#### 6.0 DUTIES OF THE OFFICERS

##### 6.1 THE PRESIDENT

- (a) The President, or Treasurer in his absence, shall be ex-officio a member of all Committees.
- (b) Shall be the Chief Executive Officer of the Association.
- (c) Shall, when present, preside at all meetings of the Association, and keep order.
- (d) Shall be chief spokesman for the Association and be responsible for all public statements made on behalf of the Association.
- (e) Shall call at least 2 (two) meetings of the Board each year.

## 6.2 THE SECRETARY

- (a) Shall keep accurate Minutes of all meetings of the membership and the Board or executive.
- (b) Shall have charge of all correspondence of the Association.
- (c) Shall be under the direction of the President and the Board.
- (d) Shall keep a record of all Members of the Association, and their addresses and phone numbers.
- (e) Shall send out all notices of meetings as required.
- (f) Shall upon receipt from the Treasurer of the Annual Financial Statement of the Association, submit a copy of the same to the Alberta Consumer Affairs Registry.
- (g) Shall keep the Association's seal, which shall only be used with the approval of the Board.

## 6.3 THE TREASURER

- (a) Shall receive all monies paid to the Association and shall be responsible for depositing the same in whatever Bank account the Board shall direct.
- (b) Shall properly account for the funds of the Association and keep such books as may be directed by the Board,
- (c) Shall present a fully detailed account of receipts and disbursements to the Board whenever requested.
- (d) Shall prepare for submission at each General Meeting of the Association a Statement of the financial position of the Association and shall submit a copy of it to the Secretary for the Association's records.

## 7.0 FINANCIAL RECORDS

- (a) The Treasurer shall maintain proper records of the Association's financial activities. These records will be available for any member of the Board to review upon a reasonable request.
- (b) The Treasurer will prepare or arrange to have prepared Annual Financial Statements each year. These Statements are to be presented to and approved by the Board within 6 (six) months of the Association's fiscal year end.
- (c) The Board will undertake to do or have done whatever checks, reviews, audits or other verification procedures that it deems necessary before it approves the Annual Financial Statements.
- (d) Once approved, the Annual Financial Statements will be made available to any member who requests them.
- (e) Under advisement of the Treasurer, the board will establish the Association's Fiscal Year End and then amend that year-end, as it deems necessary.

## 8.0 MEETINGS OF THE ASSOCIATION

- 8.1 The Association shall hold an Annual General Meeting.
- 8.2 Board members are elected by a majority of Members in attendance at a General Meeting.
- 8.3 Officers of the Association shall be appointed at a meeting of the Board.
- 8.4 Any vacancy occurring during the year may be filled by appointment by the Board and the incumbents shall serve until the next General Meeting, providing it is so stated in the notice calling such General Meeting.
- 8.5 Any Member in good standing shall be eligible for any office of the Association.
- 8.6 General Meetings of the Association may be called at any time by the Secretary upon instruction of the President or the Board by notice in writing to the last known address of each Member, delivered in the mail 8 (eight) days previous to such General Meeting.
- 8.7 A Special Meeting shall be called by the President or the Secretary on receipt, by either or both, of a petition signed by one third of the Members in good standing, setting forth the reasons for calling such Special Meeting, which shall be by letter to the last known address of each Member, delivered in the mail 8 (eight) days prior to the Special Meeting.
- 8.8 Seven Members in good standing including two Members of the Board shall constitute a Quorum at any General or Special Meeting.
- 8.9 All Members in good standing shall have the right to vote at a General or Special Meeting of the Association duly called, and such vote(s) shall be made in person or the Member can send a letter to the President asking them to vote on their behalf according to their written instructions.
- 8.10 Each Member has one vote per motion or election. The Chair will determine the method of voting unless 5 (five) or more Members request a ballot procedure, in which case a secret ballot procedure will be used.
- 8.11 For a motion, in the case of a tie, the motion is defeated. For an election, in the case of a tie, the meeting chairperson shall cast the deciding vote.

## 9.0 POSSESSION OF CAPITAL EQUIPMENT AND FUNDING THEREFOR

- 9.1 The Board shall from time to time require, and shall be empowered to acquire Capital Equipment, to a maximum of \$5,000, deemed necessary by the Board for the operation and prosecution of its objectives, namely to assist the RC.M.P. or Peace Officers, in the Rural Crime Watch activity. Purchase of Capital Equipment in excess of \$5,000 will require the approval of the majority of Members at a General Meeting.
- 9.2 Funds for such Capital Equipment shall be obtained by request for donations, service activities of the Association, or legal means other than by debentures or investments.
- 9.3 These powers shall be exercised only under the authority and control of the Association as sanctioned and approved by the Board.
- 9.4 Such Capital Equipment shall be the property of the Association which shall have power to replace, and/or dispose of it, as approved by a vote of the majority of the Board, unless the value is in excess of \$5,000, in which case it will require the approval of the majority of the Members at a General Meeting.

## 10.0 BY-LAWS

- 10.1 The By-laws may be rescinded or revised by a Special Resolution, and the Secretary shall communicate such to the Corporate Registry.

## 11.0 LIMITATION OF LIABILITY FOR BOARD MEMBERS

- 11.1 Members of the Board, Past, Present and Future, and other participating Members acting in an official capacity and in good faith shall not be held liable for any inadvertent or erroneous acts.
- 11.2 Such exemption shall not apply for criminal acts.

## 12.0 LOCAL LAW ENFORCEMENT AGENCIES

- 12.1 Peace Officer shall mean any person so defined in the Criminal Code.
- 12.2 Every Peace Officer who carries out his duty in the area of the Association shall be entitled to attend the General Meetings of the Association as an observer, and is entitled to make submissions to the Association at that time.

12.3 Every Peace Officer as defined under 12.2 shall furthermore have the right to request a meeting of the Board by written request to the President or Secretary of the Association.

12.4 On receipt of such notice the President shall call a Special Meeting of the Board to be held within 10 (ten) days of receipt of said notice, at which meeting the said Peace Officer shall have the right of audience.

### 13.0 DISSOLUTION OF THE ASSOCIATION

13.1 In the event of the dissolution of the Association, the remaining assets of the Association shall be donated to one or more registered charities. The selection of the charities shall be made by a general vote of the membership at either a General or Special meeting following the rules for a vote in Section 8 of these by-laws. In the event that the Board deems it impractical to hold a meeting of the membership, the Board can determine which Charities the assets will be donated to. In the event there is not a Board, an appropriate Government official shall determine which Charities shall receive the assets of the Association. Regardless of the selection method, the distribution must be in accordance with any Government or Legislative requirements.