

The Elkhorn and District Community Centre Incorporated

AUTHORITY

Incorporated under Part III of the Companies Act by Letters Patent issued by the Provincial Secretary Of Manitoba on the 22nd day of November, 1965 and as adopted by unanimous vote of the members of the Elkhorn and District Community Centre Inc. at a properly called Special meeting held on the 7th day of February, 1966

General By-laws

1. TITLES

The name of the Company shall be the Elkhorn and District Community Centre Incorporated and it's head office shall be situated in the Village of Elkhorn, Manitoba.

2. INTERPRETATION

In these bylaws the singular shall include the plural and the plural the singular. The masculine shall include the feminine. Such reference shall apply to any statute or section hereof or any amendment thereto. In these by-laws, unless the context otherwise requires, the expression :

- a) Association – Shall mean the Elkhorn District Community Centre Inc.
- b) Community Centre – Shall mean the Elkhorn District Community Centre Inc.
- c) Member – Shall mean qualified voting member
- d) Director – Shall mean an elected member of the Board of Directors.
- e) Board – Shall mean the Board of Directors of the Elkhorn and District Community Centre Inc.
- f) Executive – Shall mean the Executive Committee of the Elkhorn and District Community Centre Inc.
- g) Officer – Shall mean an elected officer
- h) Official – Shall mean an appointed Official.

3. OBJECTS/MISSION STATEMENT

The objects of the Association shall be:

- a) to undertake the development, construction or management of necessary social or recreational facilities within the Elkhorn and District Community
- b) to promote and strengthen whenever possible a spirit of Community Co-operation and responsibility.
- c) to do all other such acts as are conducive to the attainment of the above objects.

Impartial

The Community Centre shall in its operation be non-partisan in politics, non-sectarian and free from racial or religious discrimination.

4. MEMBERSHIP

The Association Member shall consist of two groups as per the original bylaws of the Elkhorn and District Community Centre:

- a) Charter members : All persons who contributed \$250.00 (Two Hundred and Fifty Dollars) to the general fund drive shall be honored as a Charter Member.
- b) General Member – General Membership in the Association shall be open to any person, 18 years of age or older, from Elkhorn and surrounding District who contributes a minimum value of \$1.00 through the fiscal year in cash, goods, or work shall be considered a general member in good standing and shall be eligible to vote or be elected to office at the following annual meeting.

5. FISCAL YEAR

The financial or membership year of the association shall end on the 30th day of April each year.

6. BOARD OF DIRECTORS

The business and the affairs of the association shall be controlled, managed and regulated by the Board of Directors consisting of nine elected directors.

a) Qualifications

To qualify for the election to the Board of Directors a member must reside in the Elkhorn and District area and be at least 18 years of age.

b) Election of Directors

Each year at the annual membership meeting three members shall be elected from the charter and general members presents at the annual meeting for a three year term on the Board of Directors. Each year the board will be comprised of three members serving a three year term three members serving a two year term and three members serving a one year term, thus the rotation of three board members per year is to be accomplished.

c) Limitations

Board members shall be eligible to serve for a maximum of six consecutive years at which point they will be required to remove themselves from the board of directors for such a period of two years they may however serve in any other capacity within the organization.

d) Responsibility

The Board of Directors should be responsible to the members for the conduct of the association of affairs between members meetings.

e) **Duties**

The board of directors shall meet immediately following the annual meeting and shall: 1) appoint secretary
2) treasurer

ii) Elect from the Board Members:

- 1) President 2) Vice-President

~~Officers selected shall constitute the executive committee of the association. They shall represent the association and be responsible to and directed by the board of directors. An elected board member may serve in the capacity of secretary and treasurer.~~

f) **External Appointments**

The Board of Directors may appoint a non-elected member to serve in the capacity of secretary or treasurer but this person shall not be a voting member of the executive but merely serve the position as so appointed.

g) **Committees**

The Board of Directors shall appoint and direct committees to carry out the day to day work of the association.

h) **Vacancies**

A vacancy shall occur on the Board of Directors when:

- 1) A member resigns
- 2) A member dies
- 3) A member ceases to reside in the Elkhorn district.
- 4) A member is absent from three consecutive regular board meetings without the written consent of the Board.

i) **Remedies**

When a vacancy occurs on the Board for any reason the Board shall not be required to fill the position until the next annual meeting provided that the number of directors does not reduce past a total of 5 (five). should the number of members be reduced below 5 (five) a Special General Meeting of the entire membership should be called to fill vacancies.

Should the resignation affect the Executive of the Board the following will occur:

- 1) Vice President shall replace the President.
- 2) Member of Board of Directors to replace the Vice-President.
- 3) A vote of Directors shall determine the member of the Board who will replace the Vice-President if more than one Director expresses a wish to complete the vacated position.

- 4) The foregoing designation shall be deemed "Acting" and in effect until the close of the next annual meeting.

j) **Elections**

- a) only qualified general and charter members shall be entitled to vote during the election of officers or on any matter requiring a vote
- b) all matters except elections shall be decided by a majority vote by the members in attendance
- c) all voting during any elections shall be by ballot and the candidate receiving 50% or more of the vote shall be declared elected. If there are three or more candidates on the ballot and none of the candidates received 50% or more of the vote on the first vote the candidate with the least number of votes shall be dropped from the ballot and a second vote taken this procedure shall continue until the vote has been determined that a candidate has received 50% or more of the vote
- d) in the case of the tie vote between candidates a second vote shall be taken, if after a second vote the tie still exists then the deciding vote shall be cast by lot with the presiding officer to make the draw.
- e) the presiding officer shall not announce the number of votes for each candidate unless the majority of the members in attendance shall otherwise direct
- f) the presiding officer shall be the sole judge of the validity of every vote taken at a meeting

k) **Board and Executive Meetings**

The Board of Directors and/or the Executive Committee of the Association shall meet whenever necessary at the call of the President or at the request in writing of two other Directors.

All decisions, transactions, collections, revenues, expenditures, membership list, ect. shall be properly recorded in the Books of the Association.

A quorum consists of one half of the board members and shall be required for the legal transaction of any business at a meeting. All directors shall receive proper and sufficient notice of all meetings.

l) **Annual Meeting**

Each year within 30 days after the close of the fiscal year an annual members meeting shall be convened at the Elkhorn District Community Centre and shall:

- 1) elect its Chairman and Secretary from the floor.
- 2) Receive, examine, dispose of all reports dealing with the previous years business.
- 3) Elect members to the board as required by the by-laws (3 per year)

- 4) Give guidance to the board regarding the next fiscal years operations.
- 5) Be the final or supreme authority within the association.

m) **Notice of the Annual Meeting**

All annual or special membership meetings will be conspicuously posted and the purpose of such meetings will be fully described atleast ten days in advance.

7. DUTIES OF OFFICERS

The officers of the association and duty shall be as follows:

a) The President shall

- a) be the head and chief executive officer for the association
- b) be an ex – officio member of all committees
- c) preside at all meetings of the association, the board, and the executive committee
- d) maintain order and decorum and decide questions of order subject to appeal to the board or at his desecration to the general membership
- e) keep informed on the performance of all duties of all other officers of the association.
- f) attend to such measures as will promote the objects and welfare of the association.
- g) provide leadership, -ordination, and supervision of organization and activities.

b) The Vice – President shall, in the absence of the president at any meeting

- a) preside at any such meeting
- b) be vested with all duties and authority of the president while so presiding

c) The secretary shall:

- a) record in the minute book all resolutions, decisions, and other precedings of the board of directors and all precedings of the annual general meeting and special meetings.
- b) conduct all correspondence of the association and board of directors
- c) send all notices to members of the associations and the board of directors
- d) keep all minutes, records, by-laws and other necessary documents in a place of safe keeping.
- e) send correspondence as directed by the board of directors.

d) The Treasurer Shall:

- a) receive and deposit all money belonging to the association in a chartered bank credit union in the name of the association.

- b) keep a listing of all members registered in the association as they pertain to the participation in whatever programs are being operated by the association
- c) insure the proper fees are levied and collected and keep a record of all monies received
- d) prepare an annual statement of receipts and disbursements.

8. **EXECUTION OF INSTRUMENTS**

The President and Treasurer shall sign all documents on behalf of the association provided, however, that authority for such action has been passed and properly recorded in the minutes of the board of directors.

9. **BY-LAWS**

The original by-laws were adopted by unanimous vote of the members of the Elkhorn District Community Centre on the 7th day of February, 1966. And have been hereby amended by a majority vote of members present at the annual meeting on this 15th day of May, 1966

Chairman of the Meeting - _____