

**Constitution & Bylaws of the  
Wood Buffalo Recreation Society**

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**Table of Contents**

Article 1 Name	Page 3
Article 2 Purpose and Objectives	Page 3
Article 3 Definitions	Page 3
Article 4 Membership and Fees	Page 4
4.1 Membership Classification	
4.2 Application for Membership	
4.2 Fees	
Article 5 Withdrawal of Membership	Page 5
Article 6 Membership Privileges	Page 5
Article 7 Voting Rights	Page 5
Article 8 Organization and Officers	Page 5
Article 9 Elections of Officers	Page 6
Article 10 Powers and Duties of the Board	Page 7
Article 11 Duties of the Executive	Page 8
11.1 The President	
11.2 The Vice-President	
11.3 The Secretary	
11.4 The Treasurer	
11.5 The Past President	
Article 12 Auditing	Page 9
Article 13 Meetings	Page 9
13.1 Board Meetings	
13.2 Annual General Meeting of the Society	
13.3 Special Meetings of the Society	
Article 14 Amendments of Constitution and Bylaws	Page 10
Article 15 Policies and Procedures	Page 10

## **Article I Name**

- 1.1 The Society shall be known as the WOOD BUFFALO RECREATION SOCIETY or abbreviated as the WBRS; hereinafter referred to as the "Society".

## **Article 2 Purpose and Objectives**

- 2.1 To provide and promote recreation and social activities for the membership.
- 2.2 Generally, to encourage, foster and develop among the members recognition of the importance of recreational, social, literary, dramatic, musical, athletic, and artistic activities in maintaining both mental and physical wellness.

## **Article 3 Definitions**

In these Bylaws, unless otherwise inconsistent with the context,

- 3.1 "Officers of the Society" means the President, Past-President, Vice-President, Secretary, Treasurer and Directors of the Society.
- 3.2 "Board of Directors" means the Officers and Directors of the Society, hereinafter referred to as the "Board".
- 3.3 "Executive Committee" means the President, Past-President, Vice-President, Secretary and Treasurer.
- 3.4 "Nominating Committee" mean three or more members of the Society.
- 3.5 "Municipality" means the geographic area administered by the Regional Municipality of Wood Buffalo.
- 3.6 "Employee" means permanent full-time employees, permanent part-time employees, on-call employees, temporary or term employees of the Regional Municipality of Wood Buffalo.
- 3.7 "Annual General Meeting" refers to the meeting held annually in which the board will be elected, and may be substituted with the acronym "AGM"

## **Article 4 Membership and Fees**

### **4.1 Membership Classification**

- 4.1.1 ACTIVE — Active membership in the Society shall be open to all permanent and non-permanent employees of the Municipality. Non-permanent employment with the Municipality is defined as, and limited to, on-call employees and temporary, contract, or term employees.
- 4.1.2 LIFE — Life membership may be conferred, by majority vote of the Board, upon retired Active members who have made noteworthy contribution to the advancement of the Municipality and/or purposes of the Society. Such members must have been an Active WBRS member for a minimum of five (5) consecutive years immediately prior to retirement. Life members shall pay no membership fees; have no voice and no vote at Society meetings.

### **4.2 Application for Membership**

- 4.2.1 Application for membership shall be made in writing on the prescribed form. Applications to confer Life members shall be presented in writing from a member of the Board.
- 4.2.2 Applications will be sent to Personnel Administration for processing, and membership will commence after the first payment of membership fees have been deducted from the members' payroll. New members must remain in the society for a minimum of one calendar year or the full contract term, whichever is shorter, before being eligible for voluntary removal.

### **4.3 Fees**

- 4.3.1 The annual membership fee for all employees for the full calendar year as determined at the AGM.
- 4.3.2 The Municipality may contribute funds each year to help offset event/activity costs.
- 4.3.3 On-call employees who choose to become Active members must pay the full annual membership fees at the commencement of their employment and on January 1 of each subsequent year.
- 4.3.4 A nominal fee, as determined by the board, will be charged to replace a lost or stolen card.
- 4.3.5 All fees paid to the society are non refundable.

### **Article 5 Withdrawal of Membership**

- 5.1 Where, at any time of the year, any member ceases to be an employee of the Municipality, they shall thereupon automatically cease to be a member of the Society and must return the membership card to the Secretary.
- 5.2 If an employee returns to work within the same calendar year, and the membership fee has been paid in full for that year, the membership benefits shall resume for the remainder of the calendar year at no additional cost.
- 5.3 Any member wishing to withdraw their membership voluntarily shall notify the Secretary a minimum of two (2) weeks prior to their next automatic deduction of fees. Any employee who voluntarily withdraws their membership in the Society shall not be allowed to rejoin the Society until pay period 1 of the next calendar year.
- 5.4 The Society shall have the power to expel any member who shall offend against any of the Bylaws of the Society or whose conduct, in the opinion of the Society, renders them unfit for membership in the Society. Before any member is expelled, the Secretary shall provide a written account of the complaints made against them, and provide seven (7) days written notice to attend a meeting of the Board. No member shall be expelled without first having an opportunity of appearing before the Board and answering the complaints made against them and at least two-thirds (2/3) of the Board members present vote in favor of their expulsion.

### **Article 6 Membership Privileges**

- 6.1 Every Active member shall have all rights and privileges of the Society, including, but

not limited to the right to vote at Annual General Meetings and to hold any office of the Society and the privilege of participating in all programs, events, and services of the society.

- 6.2 Employees who voluntarily withdraw their membership, or are removed from membership, cease to have all rights and privileges conferred upon members of the Society.

### **Article 7 Voting Rights**

- 7.1 For the purpose of qualifying to vote at the Annual General Meetings of the Society the employee must be an Active member.
- 7.2 Voting at the AGM must be made in person, not by proxy or other means.
- 7.3 Articles for vote by the board may be done by electronic means, at the discretion of the president for items arising outside of normal board meetings.

### **Article 8 Organization and Officers**

- 8.1 The work of the Society shall be administered by a Board of Directors.
- 8.2 The Board shall consist of: President, Past-President (optional), Vice-President, Secretary, Treasurer, and ten (10) Directors appointed at large.
- 8.3 The Board shall strive to fill Director positions with members from a variety of work locations throughout the Municipality.
- 8.4 The President, with the approval of the Executive Committee, shall appoint such Committees as are necessary to carry out the objectives of the Society. The committee members will consist of directors and members, as required.

### **Article 9 Elections of Officers**

- 9.1 The members of the Board shall be elected annually at the Annual General Meeting.
- 9.2 Executive will hold two (2) year terms, as follows;
  - 9.2.1 President and Secretary are elected on even years, and
  - 9.2.2 Vice-President and Treasurer are elected on odd years.
- 9.3 Directors will hold two (2) year terms, as follows;
  - 9.3.1 Directors 1-5 are elected on even years, and
  - 9.3.2 Directors 6-10 are elected on odd years.
  - 9.3.3 Initial terms for all Directors shall be staggered for a term of either one (1) or two (2) years; and then Directors will hold two (2) year terms thereafter.
- 9.4 No member of the Society shall serve on the Board longer than eight (8) consecutive years or hold the same office of the executive for longer than four (4) years unless voted in by acclamation. Such members may be re-elected to the Board after a further period of two (2) years.
- 9.5 The Board shall hold office from the termination of the Annual General Meeting at

which it was elected until the election at the next Annual General Meeting.

- 9.6 The Board shall name a Nominating Committee of at least three (3) members. The Board shall designate one of the members as Chairperson. The Chairperson of the Committee shall obtain consent from each candidate for his or her nomination. These candidates will be nominated and announced at the AGM.
- 9.7 Upon receiving the report of the Nominating Committee, the President shall permit an opportunity for further nominations by the members of the Society from the floor, providing such nominees are present or available by phone to accept the nomination, are members, and assent to having their names put forward. In the event there are no more nominees than are required to fill the offices, the President shall declare the nominees elected.
- 9.8 The Board of Directors shall prescribe the manner in which elections shall be conducted.
- 9.9 Auditors for the Society shall be appointed by resolution at the Annual General Meeting.
- 9.10 In the event that the President's position becomes vacant, the Vice- President shall automatically become the President and hold office until the next Annual General Meeting of the Society.
- 9.11 In the event that an Executive member is unable to fulfill a full term, a board member will be appointed by the President.
- 9.12 Whenever one (1) or more Directors resign or cease to be a member of the Society, then these Directors may be replaced by appointment by the President at the next regular meeting of the Board, or at a Special Meeting of the Board. Such appointment will be communicated to the membership at the earliest possible time following the meeting.
- 9.13 When a new President is elected, the outgoing President may accept the position as the Past-President and maintain voting rights as a member of the Executive.

#### **Article 10 Powers and Duties of the Board**

In addition to the powers conferred on it elsewhere in the Constitution and Bylaws, and subject to the direction of the membership given at any Annual or Special General Meeting, the Board shall be responsible for the general management, stewardship of any and all assets, income and property of the Society and may appoint and remove employees and prescribe their duties and may make rules regulating its own procedures. In addition to assigned duties The Board shall have the power to:

- 10.1 Assign duties and delegate powers to the Officers, as it deems appropriate.
- 10.2 Appoint standing or special committees as it deems advisable from time to time and prescribe the duties and powers of any committee appointed.
- 10.3 Contract for any services as required.
- 10.4 Seek income and/or resources from sources other than membership fees.
- 10.5 Maintain a register of the names and addresses of all members.

- 10.6 Take such steps as it deems advisable to encourage membership in the Society.
- 10.7 Submit to the Annual General Meeting, in writing, such financial statement as may be deemed necessary to portray revenue and expenditures for the past year and the balance on hand and in various bank accounts of the Society.
- 10.8 File all required paperwork in a timely manner to maintain society status.
- 10.9 Recommend a budget to the Annual General Meeting for the ensuing year.
- 10.10 Supervise, co-ordinate and if necessary, direct the activities of such standing or other committees as may be appointed by the Board.
- 10.11 Direct such staff as may be appointed or provided to serve the requirements of the Society.
- 10.12 All expenditures of the Society shall be authorized by the Board. The Signing Officers of the Society shall be the Treasurer and one other member of the Executive.

For the purpose of carrying out its objectives, the Board, in the name of the Society, may borrow or raise or secure the payment of money in such a manner as it deems fit and in particular by the issue of debentures. This power shall be exercised only under the authority of the Society and in no case shall debentures be issued without the sanction of an extraordinary resolution of the Society.

## **Article 11 Duties of the Executive**

### **11.1 The President shall**

- 11.1.1 as ex-officio, be a member of all committees,
- 11.1.2 when present, preside at all meetings of the Society, the Board, and the Executive Committee,
- 11.1.3 in the President's absence the Vice-President shall preside at any such meetings, and in the absence of both, a Chairperson may be elected by the group to preside at the meeting,
- 11.1.4 have a spending limit of up to \$1500 per month for purchases related to society or board activities with approval of the majority of the executive committee.

### **11.2 The Vice-President shall**

- 11.2.1 assist the President in governing the affairs of the Society, act on the President's behalf in their absence,
- 11.2.2 perform any specific task or duty assigned by the President, Executive Committee, or Board.

### **11.3 The Secretary shall**

- 11.3.1 attend all meetings of the Society, Executive Committee or Board, and keep accurate minutes of the same,

- 11.3.2 in case of absence of the Secretary, the duties shall be discharged by such Officer as may be appointed by the Board,
- 11.3.3 keep a record of all the members of the Society and their contact information and communicate the various meetings as required,
- 11.3.4 be the authority on the by-laws governing the society,
- 11.3.5 perform any specific task or duty assigned by the President, Executive Committee, or Board.

#### **11.4 The Treasurer shall**

- 11.4.1 be responsible for the deposit of all monies in whatever chartered bank the Board may order,
- 11.4.2 properly account for the funds of the Society and keep organized and easy to read books on behalf of the Society,
- 11.4.3 present a full detailed monthly, or as requested, account of receipts and disbursements of the Board and Society,
- 11.4.4 present a duly audited statement of the financial position of the Society for submission to the Annual General Meeting,
- 11.4.5 perform any specific task or duty assigned by the President, Executive Committee, or Board.

#### **11.5 The Past President shall**

- 11.5.1 support the President in their role and ensure an orderly transition of the new executive members.

### **Article 12 Auditing**

- 12.1 The books, accounts and records of the Secretary and Treasurer shall be reviewed at least once each year by a duly qualified accountant or by two members of the Society appointed for that purpose by the Board. The two members of the Society appointed to review the accounts and records of the Society shall not be members of the Board of Directors for the year in which the review is being conducted. A complete and proper statement of the standing of the books for the previous year shall be submitted by such reviewer at the Annual General Meeting of the Society. The fiscal year of the Society shall be January 1 to December 31.
- 12.2 The books and records of the Society may be inspected by any member of the Society at the Annual General Meeting, or at any time upon giving reasonable notice and arranging a time satisfactory to the Executive Committee.

### **Article 13 Meetings**

#### **13.1 Board Meetings**

- 13.1.1 The Executive Committee and the Board of Directors shall meet as often as necessary to conduct the affairs of the Society properly. The Board shall meet at least once every two (2) months.

- 13.1.2 Meetings of the Executive Committee and Board shall be called by the President or any three (3) members of the Executive Committee or six (6) members of the Board.
- 13.1.3 A quorum at any meeting of the Board of Directors shall consist of at least half the Board members, plus one.
- 13.1.4 Board members who are absent for more than three (3) board meetings, may have their status as a board member reviewed by the board and be asked to step down if the board deems appropriate. Ongoing reviews will be conducted as required.

### **13.2 Annual General Meeting of the Society**

- 13.2.1 Shall be held prior to the end of March each year, on such date and at such location as the Board shall determine.
- 13.2.2 The Secretary shall provide notice in writing of the Annual General Meeting and of the general nature of the business to be dealt with to all members at least one (1) week before the date of the meeting.
- 13.2.3 Shall have fifteen (15) voting members of The Society or one-quarter (1/4) of the total voting membership, whichever is less, constitute a quorum at the Annual General Meeting.

### **13.3 Special Meetings of the Society**

- 13.3.1 A Special General Meeting of the Society may be called at any time by the Board, on receipt of a request in writing specifying the nature of the business to be transacted, submitted by at least Fifteen (15) voting members or one-quarter (1/4) of the voting members for the current year.
- 13.3.2 A notice shall be sent to all members of the Society at least two (2) weeks before the time appointed by the Board for a Special General Meeting and the notice shall specify the date, time and place where the meeting shall be held and the nature of the business to be transacted. No other business shall be transacted at that Special General Meeting.
- 13.3.3 A decision of a Special General Meeting shall have the same force and effect as a decision taken at an Annual General Meeting.
- 13.3.4 A quorum at a Special General Meeting shall be the same as for an Annual General Meeting.

## **Article 14 Amendments of Constitution and Bylaws**

- 14.1 The Constitution and Bylaws of the Society may be amended, supplemented or repealed by resolution, passed by not less than three-quarters (3/4) of the members entitled to vote that are present in person, at a duly constituted Annual General Meeting.
- 14.2 Proposals for amendment, supplement, or repeal may be introduced at an Annual General Meeting if not less than four (4) weeks notice of the proposals have been given to the Board. Such proposals shall be circulated to the membership at

least one (1) week prior to the date of the meeting.

- 14.3 A Bylaw review committee shall be struck bi-annually with the purpose to verify that this document is accurate and in the best interest of the members of the society. They will make recommendations regarding changes to the board, who will present those recommendations to the membership for vote at the AGM.

### **Article 15 Policies and Procedures**

- 15.1 The Board shall maintain a variety of common practices and procedures as deemed necessary for the business of the society.
- 15.2 All events and/or programs offered by the Board shall operate as cost recovery budgets unless voted otherwise by board majority.
- 15.3 There shall be a firm no refund policy on all fees collected by the Board. In an extenuating circumstance the Executive will review the proposed refund and determine if a refund will be awarded.
- 15.4 All cash handling by the Board will require receipts and/or use of the Society's debit card. The cash handling procedure is to reflect this requirement.