

Bragg Creek Community Association
Constitution

September 30, 2000

Constitution

The following organizational documents collectively make up the Bragg Creek Community Association Constitution:

- 1. Certificate of Incorporation**
- 2. Articles of Association**
- 3. Statements of Philosophy**
 - a. Mission Statement for the Bragg Creek Community Centre**
 - b. Vision Statement for the Bragg Creek Community Centre**
 - c. Guiding Principles (see Policies and Procedures Manual)**
 - d. Strategic Objectives**
 - e. Code of Conduct for Officers and Directors**
- 4. By-Laws**

Mission Statement

(Adopted by the BCCA Membership on October 21, 2002)

The Bragg Creek Community Association is an organization which operates through a multifunctional facility providing its diverse membership a wide variety of activities and many opportunities to develop their community spirit.

Vision Statement

(Adopted by the BCCA Membership on October 21, 2002)

To create and maintain a self-sustaining, well managed association via a facility in the community that all members can be proud of and that satisfies the wide diversity of the community's needs in a balanced fashion.

Strategic Objectives

NON-FINANCIAL

- To retain its current image as the center of the community
- To manage a diversity of interests
- To strengthen its membership base
- To be the pride of the community

FINANCIAL

- To retain the status of a non-profit society
- To use volunteers where appropriate to reduce costs and encourage loyalty
- To retain the status of a registered charitable organization
- To rely less on grants and become more self-sufficient

**BRAGG CREEK COMMUNITY ASSOCIATION
ARTICLES OF ASSOCIATION
THE SOCIETIES ACT, R.S.A. 1955 CHAPTER 315**

We, the undersigned, hereby declare that we desire to form a society under the Societies Act and that:

1. The name of the Society is BRAGG CREEK COMMUNITY ASSOCIATION.
2. The object of the society is to provide social and community interests in and for the benefit of the residents of the District of Bragg Creek in the municipal district of Rockyview #44 in the Province of Alberta.

Also objects of the Association are:

- (a) To establish a concerted front to deal with matters relative to the welfare of the Community as a whole;
 - (b) to acquire land, by purchase or otherwise; to erect or otherwise provide a building or buildings for social and community purposes; to equip and maintain such building or buildings;
 - (c) to procure the delivery of lectures on social, educational, economic and other subjects (but not political nor religious) and to give and arrange musical, dramatic and other entertainments; and
 - (d) to sell, manage, lease, mortgage, dispose of, or otherwise deal with the property of the Association.
3. The operations of the Society are to be chiefly carried on in the Bragg Creek area in Section 12, Township 23, Range 5, West of the 5th Meridian, in the Municipal District of Rockyview #44, in the Province of Alberta.

DATED this 2nd day of May, A.D., 1958.

SIGNED BY:

- | | | |
|-----------------------|-----------|--------------------------------|
| 1. Ida Shoults | Housewife | 2019 Centre St. North, Calgary |
| 2. Margaret Sanders | Housewife | Bragg Creek |
| 3. G.J. Merryfield | Trucker | Bragg Creek |
| 4. Robert M. McLennan | Laborer | Bragg Creek |
| 5. J.H. Dunford | Retired | Bragg Creek |

As amended to September 19, 1985.

Code of Conduct for Officers and Directors Bragg Creek Community Association

Adopted by the BCCA Board of Directors May 30, 2000

I, _____, am an Officer or Director of the Bragg Creek Community Association (called hereafter the BCCA). In carrying out my duties as an Officer of the BCCA during my term of office I declare that:

1. I will use the powers of my office and carry out my duties honestly, in good faith and in the best interests of the BCCA. At all times I will apply myself with care, skill and diligence. And I will do so reasonably and prudently.
2. I will honour and observe the BCCA's:
 - a) Articles of Incorporation and By-Laws;
 - b) Policies adopted and approved by the Board of Directors and/or Executive;
 - c) Decisions taken by resolution of the membership.
3. I will respect the democratic decision making process of the BCCA, its Board and the Executive. While I may represent a dissenting opinion I will not actively and publicly usurp the policies and positions of the BCCA as approved and/adopted by the Board of Directors and/or Executive.
4. I will keep confidential all information I learn about matters specifically determined by board motion to be matters of confidence.
5. I will not publicly condemn and campaign against decisions taken by the BCCA's Board and Executive to implement programs and achieve the objectives contained in the BCCA's approved plans and budgets.
6. I will strive to ensure that the business interests of the BCCA and the Board of Directors and Executive are placed ahead of my personal expectations and self-interests and will immediately declare any possible conflicts of interest, which arise.
7. I will be deemed to have resigned as a Director or Officer on the date that I am deemed no longer to be in good standing.
8. Where I do not abide by this Agreement or where I find that I am in a situation where my continued presence on the Board or Executive would cause embarrassment to the BCCA or would undermine member confidence I will immediately report the circumstances to the Board. If, in the opinion of the Board, the circumstances will

erode my credibility in the performance of my duties, I will place the interests in the BCCA ahead of my own.

Notes:

For the purposes of the Agreement:

- a. Member in good standing means not being in default for fees, dues or costs payable to the BCCA by which affiliation a person maintains the qualification required by the BCCA's By-Laws to serve as an Officer of the BCCA.**
- b. The Board can determine what are matters of embarrassment or matters tending to undermine member confidence, which may include, by way of example, charges under the Criminal Code relating to assault, theft, or other matters which in the sole and absolute opinion of the Board could bring the reputation of the BCCA into disrepute either with its members or generally.**

Signature

Date

Bragg Creek Community Association
By-Laws

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By-Laws

1) Preamble

- a. The following articles constitute the **By-Laws** of the Bragg Creek Community Association:
- b. The name of the Association shall be the “**Bragg Creek Community Association**” (hereafter called **the Association**).

2) Definitions

In all By-Laws of the Association, unless the context otherwise specifies or requires the following meanings shall stand:

- a. **Authorized Signing Officer** - The President and the Treasurer are the Authorized Signing Officers of the Association.
- b. **Bank Signing Authority** - All financial institutions require that an organization name a bank signing authority on a bank account who may make banking transactions. A bank signing authority **may not delegate** his authority to a Representative.
- c. **Board of Directors** (hereafter called the **Board**) – consists of the elected Executive Officers and Directors at Large who act as a democratic organization that manages the affairs of the Association.
- d. **Closed Meeting** – A meeting of the Board or a Committee where the discussions therein may be confidential but the decisions thereof are a matter of record.
- e. **Director at Large** (hereafter called **Director**) – One who is elected to act and vote on the Board of the Association and is empowered to administer its affairs on behalf of the membership.
- f. **Executive Officers** - the President, Vice President, Secretary, Treasurer, Assistant Treasurer and Immediate Past President.
- g. **Ex-officio Member** – A person appointed by virtue of one’s office or position but not elected to that position. This member may make motions, second motions, debate motions and exercise the right to vote on motions.
- h. **Formal Meetings** - Annual General Meetings, General Meetings and Special Meetings.
- i. **Informal Meetings** - All meetings that are not Formal Meetings.
- j. **Members** - Those people who have an annual membership in the Association and are considered in good standing.

- k. **Officer** – One elected to a position of authority within the Association called an office. Together, officers act as the management team of the Association and are called Executive Officers.
- l. **Open Meeting** – One that any member of the Association in good standing may attend.
- m. **Policies and Procedures** - The guiding principles by which the Board, paid employees and Representatives manage the affairs and business of the Association. They may be amended from time to time at the discretion of the Board and updates provided to the membership on a timely basis.
- n. **Representatives** - Persons or committees to whom the Board has delegated specific powers of the Association.

3) Governance

- a. The Association acts as a democratic organization that is administered by an elected Board of Directors comprised of Executive Officers and Directors at Large.
- b. Subject to all applicable laws, the Board shall have the power to manage the activities of the Association and to make and implement policies that they consider necessary to carry out the functions of the Association.
- c. The Board may delegate to its appointed Representative specific powers of the Association.
- d. All meetings of the Association shall be governed by **Bourinot's Rules of Order** (Fourth Revised Edition) unless they conflict with these By-Laws in which case these By-Laws shall govern.

4) Membership

- a. Membership in the Association is available to any individual or family having an interest in the affairs of the community of Bragg Creek.
- b. The Board shall specify categories of membership and will rule on all questions of interpretation of membership.
- c. The Board shall ensure that each member of the Association has a reasonable opportunity to express his/her views for consideration.
- d. The membership fee shall be due **July 1st** of each year. The Board will review membership rates on an annual basis.

- e. Members shall be entitled to all membership privileges as determined, from time to time, by the Board. Members in good standing are entitled to vote at all Formal meetings.
- f. Paid employees of the Association may hold membership but may not hold a position on the Board.
- g. Any member wishing to withdraw from membership may do so in writing to the Board through the Secretary.
- h. Any member in arrears for fees or assessments over two (2) months shall be automatically suspended and shall not be entitled to any membership rights or privileges in the Association until such fees are paid.
- i. Any member, upon a two-thirds (**2/3**) majority vote of all members of the Association in good standing and present, either in person or by proxy, at a properly constituted meeting, may be expelled from membership for any cause that the Association may deem reasonable.

5) Board of Directors

- a. The Board shall consist of Executive Officers and not less than four (**4**) and not more than eight (**8**) **Directors** as elected at an Annual General Meeting.
- b. The Immediate Past President, if there is one, shall be an Ex-officio member of the Board.
- c. Directors shall serve a **two-year** term with an annual rotation of half of and a maximum of four Directors to be elected to such a term.
- d. Retiring Directors may offer themselves for re-election to a maximum of two (**2**) consecutive terms in the same position.
- e. A list of Directors shall be filed with Corporate Registry for each fiscal year as required in the *Societies Act of Alberta*. This list shall state the year of the term, the positions on the Board, names, addresses, phone numbers and signatures.
- f. The Board shall, subject to the By-Laws and directions given it by the majority of members at any formal meeting duly called and constituted have full control and management of the affairs of the Association. No Board member shall take it upon him/herself to commit the time, resources or finances of the Association, Directors, Representatives or paid employees without prior approval of such a commitment at a duly called and constituted meeting.
- g. Following an election of the Board, individual Directors must sign the **Code of Conduct for Officers and Directors** and adhere to its terms and conditions. If a

- Director refuses to sign the document and adhere to its terms and conditions, he or she must offer his or her resignation from the Board
- h. The meetings of the Board shall be held as often as may be required, but at least ten **(10)** times per year and shall be called by the President. All meetings of the Board must be open meetings and a schedule of those meetings given to the membership by local publication.
 - i. A Special Board Meeting may be called at the request of two **(2)** Directors provided they request the President, in writing, to call such a meeting and state the business to be brought before the meeting. A Special Board Meeting is a closed meeting.
 - j. Due notice shall be given to Directors for all Board Meetings.
 - k. A quorum for a Board Meeting or a Special Board Meeting shall be fifty percent **(50%)** of the Directors.
 - l. A meeting may be held without notice if it is attended by the President and a quorum of the Board is present, provided however, that any business transacted at such a meeting shall be ratified at the next regularly called Board Meeting, otherwise it shall be null and void.
 - m. The Board has final responsibility for the strategic planning of the Association and is accountable to the membership.
 - n. The duties of **the Board** include:
 - managing the regular business of the Association between formal meetings.
 - managing the finances of the Association based on authorities granted by a majority vote of its members at a formal meeting.
 - making short and long-term plans for the Association.
 - collecting and reviewing information and make recommendations to the membership.
 - appointing Representatives within the Association powers when necessary.
 - consulting with employees on issues regarding the programs of the Association.
 - approving plans developed by Representatives that fulfill designated duties. These are to be approved before plans are implemented or monies spent.
 - removing from office any Director or Representative who, at the discretion of a two-third **(2/3)** majority of the Board, is not performing his/her duties.
 - attending all meetings as required.
 - consulting with all partners, sub-committees and employees of the Association to ensure their compliance with Association guidelines and governing principles.
 - reviewing all activities of the Association for compliance with guiding principles, policies and procedures.

- o. A **Director** shall:
 - fairly represent all members of the Association and promote their objectives.
 - fairly represent the Association in community affairs.
 - fairly represent all user groups and tenants and support their objectives as long as they are consistent with the objectives of the Association.
 - seek to fully utilize the facilities of the Association and promote its purposes.
 - represent the Board by participating in and/or acting as the chair of various committees.
 - on termination of office, surrender all books, records and other properties of the Association to the President.
- p. Directors who fail to give due notice of their inability to attend three **(3)** consecutive Board Meetings may be censored by the Board and may be asked to vacate their office.
- q. In the event of any Director vacating his/her office for any reason before the end of his/her term, the President, with the approval of two-thirds **(2/3)** of the Board, may appoint a replacement. The Board may then make a recommendation to the membership at the next duly called formal meeting that the appointed replacement hold office for the original length of the term of office of the vacating Director.
- r. The Directors shall be indemnified and held harmless from and against all claims, actions, causes of action, demands, costs, losses, damages, expenses, suits of other proceedings by whomever made, brought, or prosecuted in any manner based upon or related to the activities of the Association.

6) Executive Officers

- a. Executive Officers consist of the President, Vice President, Secretary, Treasurer, Assistant Treasurer and Immediate Past President.
- b. Executive Officers shall serve a term of two **(2)** years. In so far as possible, the President and the Treasurer shall be nominated from the continuing Officers. In so far as possible the Vice President and Assistant Treasurer shall be nominated from the new incoming nominees. Nominations from the floor at an election will also be accepted for any Executive office.
- c. So that not all Executive Officers end their terms of office in the same year, only in the election immediately following the successful passing of the Special Resolution to amend these By-Laws, the Vice-President and Treasurer elected will serve for a one-year term only.
- d. The Immediate Past President shall serve for a **one-year** term and in some years this position will remain vacant. At the discretion of the President the term of the Immediate Past President can be extended for another year.

- e. In the event of any Executive Officer **vacating** his/her office for any reason before the end of his/her term, the following procedure will govern:
- If the President vacates his/her office, the Vice-President will automatically become the President and hold office for the remainder of the original length of the term of office. A Vice-President will be elected at the next duly called General Meeting.
 - If both the President and the Vice-President vacate his/her positions, due notice will be given to the membership for a Special Meeting so that an election may occur.
 - If the Treasurer vacates his/her office, the Assistant Treasurer will automatically become the Treasurer. The replacement will hold office for the remainder of the original term of office of the vacating officer. A replacement for Assistant Treasurer may be appointed from within the Board by the President with the approval of a two-thirds (**2/3**) majority of the Board. The replacement will hold the office for the original length of the term of the vacant position. At the discretion of the Board a Director may be elected at the next duly called General Meeting.

7) Duties of the Executive Officers

7.1 The President shall:

- a. when present, preside over all meetings in accordance with these By-Laws. If absent the Vice President shall preside at any such meeting. In the absence of both, the Board will appoint a Chairperson if the President has not previously named a delegate.
- b. preserve order and lay all business before the Association in a fair and proper manner.
- c. ensure that all business referred to the Board by the membership is documented and addressed.
- d. conduct all business of the Association with the assistance of the Board.
- e. give members a reasonable opportunity to express their views for consideration.
- f. decide all questions of order at meetings.
- g. at Formal Meetings cast the deciding vote in the event of a tie.
- h. at Informal Meetings enjoy the same rights as any other member, including participating in debate and voting.
- i. be an Authorized Signing Officer.
- j. consult with any legal counsel representing the Association.
- k. prepare all meeting agendas for all Board and Formal meetings.
- l. sign contractual documents of the Association and ensure that the terms of the contracts are adhered to by all parties.
- m. sign all approved minutes of all Board and Formal meetings.
- n. call all meetings of the Association.
- o. be an ex-officio member of all committees.
- p. be the official spokesperson for the Association.
- q. keep the Vice President apprised of the current business of the Association .

- r. subject to 5.q., appoint a person to the position of any Board member who has vacated his/her position before the end of the term with approval of two-thirds (2/3) majority of the Board.
- s. assume the position of Immediate Past President at the end of his/her immediate term of office. If the President resigns before the end of his/her term he/she forfeits the privilege of serving as the Immediate Past President.
- t. work to develop a good understanding and knowledge of business management practices, business law and Bourinot's Rules of Order.
- u. on termination of office, surrender all books, records and other properties of the Association to his/her successor.

7.2 The Vice-President shall:

- a. assist the President in the discharge of his/her duties.
- b. preside at all meetings in the absence of the President.
- c. assume the President's position if vacated for the remainder of the original term of office.
- d. preferably stand for election as President at the end of his/her immediate term.
- e. be an Authorized Signing Officer in the absence of the President.
- f. administer the Human Resources function, including benefits program, if applicable, of the Association.
- g. appoint the chair of the Nominating Committee in preparation of the election of officers.
- h. on termination of office, surrender all books, records and other properties of the Association to his/her successor.

7.3 The Secretary shall:

- a. attend all Board and Formal meetings.
- b. give due notice to members of the date, time and place of applicable meetings.
- c. keep full and accurate minutes of all Board and Formal meetings and distribute the same in a timely fashion.
- d. sign approved minutes of all Board and Formal meetings.
- e. have charge of all correspondence of the Association as directed.
- f. maintain the Minute Book according to the requirements of the *Societies Act of Alberta* including all pertinent documents, certificates, reports and correspondence and make available to the members and Auditor within reasonable notice.
- g. keep an accurate record of the membership list of the Association and verify membership in good standing for voting.
- h. be responsible for the distribution and collection of ballots at any Formal meeting or as directed.
- i. safeguard all Association letterhead, membership cards, etc. and distribute the same as directed.
- j. on termination of office, surrender all books, records and other properties of the Association to his/her successor.

7.4 The Treasurer shall:

- a. keep a correct account of all the financial transactions and preserve all receipts and documents in connection therewith.
- b. properly account for the funds of the Association and keep such books as may be directed.
- c. receive all money paid to the Association and be responsible for the deposit of same in whatever bank(s) and account(s) as the Board may order.
- d. attend to the payment of all accounts when properly approved by Board or the Association.
- e. present a full, detailed account of receipts and disbursements to the Association whenever requested.
- f. coordinate the application of grants as necessary and required and ensure grant funds are spent and reported as set out by funding agencies within the timelines required by them.
- g. prepare and submit all applicable government reporting in order to keep the Association in compliance with applicable regulations and in good standing.
- h. be an Authorized Signing Officer.
- i. sign contractual documents of the Association and ensure that the terms of the contracts are adhered to by all parties.
- j. maintain payroll for all employees of the Association including pay calculations, cheques, government reporting, payroll ledgers, T4's, etc..
- k. prepare and send Official Tax Receipts for donations and also letters of appreciation.
- l. prepare and submit an operating budget, with input from the Board and committees, to the membership at the Annual General Meeting.
- m. make available the financial records to any member of the Association and the Auditor of the Association provided they give reasonable notice.
- n. prepare and submit at the Annual General Meeting a final audited statement of the financial standing of the Association. If audited statements are not available, it should be noted at that meeting that the statements submitted are unaudited and that audited statements will be submitted when available for insertion into the records of the Association.
- o. note the fiscal year-end for financial statements is June 30th.
- p. have the accounts audited at least once each year.
- q. in the event of a paid bookkeeper, supervise and monitor all financial transactions and record keeping. The responsibility for properly managing the financial affairs of the Association rests with the Treasurer.
- r. ensure all bank signing authorities and banking documents reflect the current and correct names of those authorized to manage the bank account(s).
- s. be responsible for maintaining, organizing, safeguarding and keeping on file all supporting documents, authorizations, invoices and/or vouchers for every disbursement made, receipts for all money sent to the Association, reports, and other records of the Association for the length of time as required by governing bodies.
- t. manage the funds of the Association by ensuring that adequate funds are available for ongoing expenses and the balance of funds are appropriately invested.
- u. have a good understanding and knowledge of accounting and financial management.

- v. safeguard all pre-printed official documents including but not limited to: cheques and Official Tax Receipts.
- w. on termination of office, surrender all books, records and other properties of the Association to his/her successor.

7.5 The Assistant Treasurer shall:

- a. assist the Treasurer in the discharge of his/her duties.
- b. assist in the application of grants as necessary and required and ensure grant funds are spent and reported as set out by funding agencies within the timelines required by them.
- c. ensure that event budgets are prepared and submitted by the event organizer prior to the event and a final statement is prepared by the organizer after the event.
- d. notify all members when they are in arrears and advise the Board of the same, without otherwise voluntarily divulging the names of the members in arrears.
- e. assist in the preparation of an operating budget, with input from the Board and committees, to the membership at the Annual General Meeting.
- f. assist in the preparation and submission at the Annual General Meeting a final audited statement of the Association's financial standing.
- g. prepare and submit at the Annual General Meeting an Annual Report declaring that all government submissions are current and that the Association is in good standing including but not limited to Income Tax Reporting, GST Reporting, Charitable Status Reporting, Filing with Corporate Registry, Payroll Tax Reporting, and WCB Reporting.
- h. note the fiscal year-end for financial statements is June 30th.
- i. ensure that adequate insurance coverage is in place at all times and consult with the insurance company or representative (broker) from time to time.
- j. be responsible for maintaining, organizing, safeguarding and keeping on file all supporting documents as directed.
- k. manage the investments of the Association, keeping an accurate record of maturity dates and coordinating their renewal with the financial institutions.
- l. be an ex-officio member of the Fundraising Committee.
- m. have a good understanding and knowledge of accounting and financial management.
- n. on termination of office, surrender all books, records and other properties of the Association to the Treasurer.

7.6 The Immediate Past President shall:

- a. be an Ex-officio member of the Board.
- b. provide continuity and history to the Board to assist them in fulfilling their duties and responsibilities.
- c. sit on the Nominating Committee in preparation of the election of Directors.
- d. chair an election if directed by the Board.

8) Financial and Audit

- a. The **Authorized Signing Officers** shall sign all legal and official documents of the Association. The President and the Treasurer are the Authorized Signing Officers for the Association. They are authorized to sign all documents on behalf of the Association

- where an “authorized signature” is required. Subject to 7.2.e., this privilege **may be temporarily delegated** to the Vice President.
- b. The Treasurer must be one of the **Banking Signing Authorities** on all bank accounts of the Association, its partnership committees and other committees.
 - c. An **annual audit** of the books, accounts and records of the Secretary and Treasurer shall be conducted as at June 30th of each year, in time to be presented at the Annual General Meeting, and interim audits at any time as required by the Board. A duly qualified Auditor shall be appointed annually by the President, with the approval of the Board and ratified by the members at the Annual General Meeting.
 - d. A Director shall not receive remuneration of any kind unless authorized as outlined in the **Code of Conduct for Officers and Directors**.
 - e. Unless authorized at any meeting and after notice of it has been given, no family member of any Director shall receive any remuneration for his or her services.
 - f. Unless authorized at any meeting and after notice of the same has been given, a Director or family member of a Director shall not receive any goods, equipment or other assets of the Association.
 - g. Any remuneration, when authorized must be at “arm’s length” whereby three **(3)** quotes must be obtained when possible. In most instances the lowest quote will be accepted. The Board shall determine each year the minimum amount needed to be at arm’s length. Amounts lower than this will be at the discretion of the Board.
 - h. A Director must excuse him/herself from participation or receipt of personal gain or recognition during his/her term of office, unless endorsed by the Board.

9) Borrowing Power

For the purpose of carrying out its objectives the Board may borrow or secure money in such a manner as it thinks fit but this power shall be exercised only under the authority of the Association with a Special Resolution of the Association. This does not include Fundraising or Grant Funding.

10) Acquisition and Disposal of Property

The authority to purchase or dispose of capital assets will be granted to the Board with the consent of two-thirds **(2/3)** of the members present at a General Meeting. On an annual basis the Board will review the maximum value for the purchase or disposal of a capital asset.

11) Meetings

- a. Meetings of the Association may be called at any time by the Secretary upon instruction of the President by due notice.
- b. The **Annual General Meeting** shall be held no later than October 31st of each year, the exact date to be set by the Board.
- c. Due notice of the Annual General Meeting must be given to all members in good standing.
- d. At the Annual General Meeting the Association shall elect the following Directors whose terms have been completed or vacated:
 - President
 - Vice President
 - Secretary
 - Treasurer
 - Assistant Treasurer
 - Directors

These Directors so elected will form the Board and shall serve until their successors are elected or named and installed.

- e. At the Annual General Meeting the Immediate Past President, or lack thereof, shall be noted in the minutes.
- f. At the Annual General Meeting the appointment of the Auditor for the next fiscal year shall be ratified.
- g. The books and records of the Association should be available for inspection by any member in good standing of the Association at the Annual General Meeting.
- h. A **Special Meeting** dealing with a specific issue(s) must be called by the President upon receipt of a petition signed by thirty-five (**35**) members in good standing stating the reasons for calling such a meeting.
- i. Due notice of a Special Meeting must be given to all members in good standing.

12) Quorum

- a. The quorum for any meeting of **the Board** shall be fifty (**50**) percent of all Directors including the Immediate Past President.
- b. The quorum for a **General Meeting** and **Annual General Meeting** shall be twenty-five (**25**) members in good standing.

- c. The quorum for a **Special Meeting** shall be thirty-five **(35)** members in good standing.
- d. Official business cannot be transacted at a meeting of the Board in the absence of a quorum. Interim decisions may be made however, but they cannot be regarded as official decisions nor be acted upon until they have been ratified at a subsequent meeting with a quorum present. Should Directors leave in the course of a meeting that has begun with a quorum, the meeting may continue, however it should be noted in the minutes that a quorum is no longer present, and that any interim decisions must be ratified at a subsequent meeting.

13) Association Conflict Resolution

- a. During any meeting, if the membership is seriously divided on an issue, that issue may be tabled or referred to a Special Committee chaired by a member of the Board. At this meeting the President will give notice of a General Meeting to be held within ninety **(90)** days to deal with the findings of the Special Committee.
- b. If the Board believes that it has exhausted all other means of conflict resolution it may initiate facilitation, mediation or arbitration.
- c. If the Board believes that any vote of the membership at a formal meeting did not represent the best interests of the Association, a General Meeting may be called by the President to re-examine the issue.

14) Voting (at Formal Meetings)

- a. All members eighteen **(18)** years of age or over, in good standing and present in person or by proxy are entitled to one **(1)** vote. In the case of a Family Member, **each** person in the family, eighteen **(18)** years of age or older, living in the parent's home and attending school full time, may cast a vote.
- b. Proxy votes are accepted in writing and **must** be exercised by a fellow Family member **only**, eighteen **(18)** years of age or older.
- c. To vote a motion it must first have been made and seconded. A declaration by the Chair that a motion has been carried and an entry to that effect in the minutes shall be evidence of the fact, without proof of the number or proportion of the votes recorded in favor or against the motion.
- d. Other than in an Election, usually voting will be done by a show of hands but any member may request a vote by ballot.
- e. A **simple majority** vote (fifty percent plus one) of those members present and entitled to vote and by proxy presented at the meeting who exercise their vote will be conclusive except in the case of a Special Resolution. A Special Resolution shall be

passed by seventy-five percent (**75%**) majority of those members present and entitled to vote and by proxy vote presented.

15) Notices

a) Formal Meetings

- i) Due notice shall be given ten (**10**) working days in advance of the meeting stating the purpose of the meeting.
- ii) Notice will be given in both of the following ways:
 - Personal Notice by: mail, Email or fax, and
 - Public Notice by: local publication or website

b) Informal Meetings

- i) Due notice shall be given a minimum of twenty-four (**24**) hours in advance of the meeting stating the purpose of the meeting.
- ii) Notice will be given in any of the following ways:
 - Personal Notice by: mail, Email, fax or telephone call

16) Elections

- a. A **Nominating Committee** will plan, organize and run an Election of Directors. When possible, the Committee will bring a full slate of nominees to the election.
- b. Any person serving on the Nominating Committee may not accept a nomination for a position in the current election.
- c. Any member in good standing is eligible to be nominated except those who have held the position for two (**2**) consecutive terms, or are employees or paid Representatives of the Board. An employee or paid Representative must resign his/her position before he/she accepts a nomination.
- d. Nominations from the floor will be accepted.
- e. A Nominee who will be absent from the election must provide written acceptance of the nomination before the election.
- f. Voting will be by ballot.
- g. Ballots will be destroyed upon a motion from the floor only after members of the Nominating Committee confirm the count and disclose the result of the election.

- h. A declaration by the Chair stating the new Directors of the Board and entry to that effect in the minutes shall be evidence of the fact, without disclosing the number or proportion of the votes recorded in favor or against. Disclosure of the actual count is cause for censure.
- i. When there is only one **(1)** candidate for a position he/she may be acclaimed without vote.
- j. Elections shall be effective immediately following the adjournment of the meeting.

17) Official Seal

This Association is not adopting a seal.

18) Amendments to the Constitution

- a. The **By-Laws** of the Association shall not be rescinded, altered or added to except by **Special Resolution** of the Association. Such amendments will take effect only after successful filing with the Corporate Registry office.
- b. **Special Resolution** means a resolution passed at a general meeting, of which not less than **21** days notice specifying the intention to propose the resolution has been duly given, and by the vote of **NOT LESS than 75%** of those members who, if entitled to do so, vote in person or by proxy.
- c. **The Statement of Philosophy** which includes the Policies and Procedures of the Association are deemed to form its governing guidelines and may be amended by **the Board** and must be disclosed at the next Annual General Meeting.

19) Dissolution of the Association

If by Special Resolution it is determined to dissolve or wind up the Association, after fulfilling all legal and legislated obligations any remaining assets will be distributed to one or more charitable organizations in Canada. A committee will be formed, comprised of the President, the Treasurer, two Directors and a minimum of two members at large, to manage the disposition of assets and the dissolution the Association.

Appendix "A" to the By-Laws of Bragg Creek Community Association

Common Rules of Order

1. The President or, in his absence, the Vice-President, shall take the chair at all membership meetings excluding committee meetings where the President has named a chair.
2. The President or, in his absence, the Vice-President, shall duly call all meetings of the Association.
3. A motion to be entertained must be moved and seconded; both mover and seconder must be documented in the minutes.
4. A motion to amend, or to amend an amendment, shall be in order.
5. On motion, the regular order of business may be suspended by a two-thirds (2/3) vote of those present, to deal with any urgent business.
6. All resolutions and motions to accept or adopt the report of a committee, shall, be presented in writing before being put to the Board.
7. Any member having made a motion can withdraw it with the consent of the seconder, except that any motion, once debated, cannot be withdrawn except by a majority vote of those present.
8. When two or more members rise to speak at the same time, the Chair shall decide which one is entitled to the floor.
9. Every member, while speaking, shall adhere to the question under debate and avoid all personal, indecorous, or offensive language, as well as any poor reflection on the BCCA or a member thereof.
10. If a member, while speaking, is called to order, he shall cease speaking until the point is determined; if it is decided he is in order, he may again proceed.
11. The Chair shall have the same rights as other members to vote on any question. The Chair need not cast a vote in case of a tie because a tie vote implies that a majority vote was not achieved thus the motion is lost.
12. When a motion is before the Chair, no other motion shall be in order except (1) to adjourn (2) to put the previous question (3) to lay on the table (4) to postpone for a definite time (5) to refer (6) to divide or amend, which motions shall have precedence in the order named. The first three of these shall be decided without debate.

13. A motion to adjourn is in order except (1) when a member has the floor, and (2) when members are voting.
14. After the presiding officer calls the vote on a question, and before the members proceed to another order of business, a vote shall then be taken and the President shall count the same. It will then be declared by the President and recorded by the Secretary.

Based on BOURINOT'S RULES OF ORDER (Fourth Revised Edition)

Appendix "B" to the By-Laws of Bragg Creek Community Association

RULES OF ORDER

PARLIAMENTARY AUTHORITY

All meetings of the Association shall be conducted in accordance with the basic principles of Canadian parliamentary procedure. Some of the more important rules to ensure free and fair debate are appended to these By-Laws as Appendix "A". These rules shall be considered as an integral part of the By-Laws and may be amended only by the same procedure used to amend the By-Laws.

In situations not covered by Appendix "A", the Constitution may provide guidance, but, if the situation is not dealt with there, Bourinot's Rules of Order (Fourth Revised Edition) shall be consulted and applied.

DEFINITIONS

ABSTAIN

A member may abstain from voting by choice although the principle involved is that members have two responsibilities in respect to decisions of a meeting: they should attend and they should vote. It is the duty of every member to vote on every question because she/he would be willing to participate in the responsibility for the decision. However, no one can be compelled to vote

Abstaining members are considered part of the quorum but, when a vote is called, it is custom and practice to consider that the vote is carried by a majority of those members voting. If a meeting is properly assembled and there is a quorum, members who do not vote when they have the opportunity to do so are considered to be bound by the result.

Abstaining votes are not recorded.

ACCEPT

To accept a report is equivalent to adopting and approving the report fully as submitted, including any and all recommendations, unless the motion is phrased to except or exclude all or some of the recommendations therein. Such a motion must be moved, seconded and is subject to amendment, debate, rejection or approval. A motion to accept a report should be dealt with exactly as a main motion:

1. It is subject to amendment, tabling, referral and other procedural motion; and
2. It may be debated.

ADJOURN

To adjourn a meeting is the usual method used to end it. A motion to adjourn takes precedence over all other motions. A motion to adjourn is neither debatable nor amendable and requires only a simple majority to pass. It should be noted also that it is a motion that must always be moved, seconded and put to a vote except under very unusual circumstances. A motion to adjourn is the only motion for which a quorum is not necessary.

Exceptions:

The Chair may declare a meeting adjourned without waiting for a motion to be put or without putting the question to a vote under the following circumstances:

1. If the purpose for which the meeting was called has been completed.
2. If the By-Laws or the rules of procedure state that the meeting must adjourn at a specified time and that time has been reached.
3. If a dangerous or urgent situation has arisen which commonsense dictates should cause the meeting to recess or adjourn.
4. If the meeting has become uncontrollable and, in the opinion of the Chair, for the safety and well-being of the members the meeting should be adjourned.

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AMENDMENT

An amendment is a proposed revision or alteration to a proposed motion.

Example: "I propose that the motion be amended by the deletion of the two words 'at cost'."

An amendment is in order only if it related directly to the motion: it may modify the motion but it must not radically change or contradict it. An amendment may:

1. Add certain words to the main motion.
2. Delete certain words from the main motion
3. Delete certain words and substitute others to the main motion.

Although an amendment has precedence over the main motion (in that the Chair must first deal with the amendment before allowing debate or putting the question on the main motion) in all other aspects it may be dealt with similarly to a motion. It must be seconded and it may be debated or made subject to dilatory (delaying) or procedural motions. The vote is always taken first on the amendment. The Chair may allow only two amendments on the floor at the same time. If one amendment is passed or defeated, another may be moved, but to repeat: there can only be two amendments before the meeting at the same time.

SECOND AMENDMENT

A second amendment is an amendment placed before a meeting after a main motion and amendment when neither the motion nor the amendment has been put to the question by the Chairman.

Example: "I move that the second word in the main motion be deleted and the word "Alliance" be substituted."

A second amendment is simply another amendment to the main motion placed before the meeting in the same manner as the first amendment. It must be moved and seconded, may be debated, and must be put to a vote before the meeting can deal with the first amendment.

BALLOT

A ballot is always a secret vote. Voters customarily mark their ballots with an "X", "yes" or "no", or the name of the person they are voting for, folded once, and given to a scrutineer.

It is the right of a meeting to cast a ballot at any time it wishes, and it is the duty and responsibility of the Chair to ensure that the procedure and machinery for a secret ballot is efficient and ready at all times.

A ballot, once completed, may be reconsidered if two members stating that they voted in the majority move and second a motion to reconsider. The Chair must accept their word that they did vote with the prevailing side. A motion to reconsider ballot taken must be seconded and the vote taken by ballot. Such a motion is debatable as of propriety.

If a ballot has been taken in which the Chair voted and the result is a tie, the Chair may not case a second ballot but the proposition is considered to have been lost because it was not passed by a majority of those voting.

The results of a ballot are always communicated to the meeting either through the Chair or another person in charge of the election. Unless the meeting or the By-Laws instruct otherwise, the actual count is not usually communicated to the meeting. This custom protects from embarrassment the person who receives only a small number of votes.

When ballots have been collected and removed from the floor of the meeting, it is permissible to continue business of the meeting, provided that the business cannot be influenced by the outcome of the ballot which has been taken and not yet counted. The results of the ballot are always reported in writing and signed by those who counted the ballots. If illegal votes, more votes or fewer votes are cast than there are members present, the result of the ballot is not invalidated as long as the result could not be affected in any way by the irregularity.

MAJORITY

Most decisions are made by a simple majority; that is, 50 per cent plus one of those members voting. In some few instances (such as amendments to the Constitution, By-Laws or rules of procedure, reconsideration, or the amendment of regulations) a two-thirds majority is required. In the case of a tie vote, there is no need for the Chair to cast a vote. She/he may declare the motion lost because it did not obtain a majority. It should always be

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remembered that the majority have a right to make the final decision while the minority have a continuing right to dissent but not to frustrate the will of the majority. A two-thirds majority vote means that for every negative vote there must be at least two affirmative votes (or vice versa).

A proposition is always considered carried by a majority of the votes actually cast; that is, if there were 25 members at a meeting and only 10 voted, the majority required would be 6.

MOTION

The terms "question" and "motion" are interchangeable in parliamentary procedure. A motion is a question until it has been voted upon and decided by the meeting, at which time it becomes in fact a resolution.

Main motions are proposals that introduce a principal subject before the meeting. Only one main motion can be pending before the meeting at one time but main motions are normally subject to the precedence of subsidiary, procedural and privileged motions. A main motion must be seconded and it is always debatable. It is subject to amendment and sub-amendment or second amendment. A main motion should be carefully thought out before it is proposed and made as complete as possible so that it will not invite amendment. If at all possible, it should be put in writing and after having been moved and seconded, the written motion or question can then be handed to the Chair and used by both the Chair and the secretary.

Motions should first be proposed by the mover, then seconded by a member and then stated distinctly by the Chair before they are subject to debate or amendment.

Example: Member: "I move that we replace all the chairs in the meeting room with new ones."
 Second Member: "I second the motion."
 Chair: "It has been regularly moved and seconded that we replace all the chairs in the meeting room with new ones. Is there any discussion?"

A motion that has not been seconded is not open to debate. If no other person but the mover supports a motion, it is evident that the meeting is not interested in the subject of the motion and debate should not be permitted.

It is the duty of the Chair to state a motion once it has been seconded by stating the motion. Following the actions of the mover and the seconder, the Chair must place distinctly and clearly before the meeting the intent of the mover, and debate should not be permitted until this is done.

Example: Chair: ""It has been regularly moved and seconded that..."

It is common practice for the mover of the motion to speak to her/his motion before others. When all have had their say, the Chair may recognize the mover and allow her/him speak again but when the mover has spoken the second time, debate is closed.

A main motion, once it has been moved and seconded and stated by the Chair, is the property of the meeting and can be only withdrawn by the mover and the seconder with the unanimous consent of the meeting.

Motions which conflict with the Constitution, Bylaws, Regulations or Rules of Order are out of order at the time of proposal. If they are adopted, they are null and void even if adopted by unanimous vote. The Chair should rule all such motions out of order and these rulings are not subject to an appeal.

NOTICE OF MOTION

Notice of motion or previous notice for any purpose may be given at a previous meeting by being included in the meeting notice, or it may be given by mail to every member entitled to attend the next meeting. A notice of motion is based on the common law practice of "due notice" which requires that a person be fully advised of all particulars that might be of concern to him in the business to be transacted at a meeting.

Example: "Agenda Item 4. Notice of motion was given by the Treasurer, (include his/her name) that an increase in the dues would be proposed at the meeting called for March 17th, 1974."

A notice of motion is not debatable nor is it subject to any procedural motion. It is simply advice that a certain item of business will be proposed at the next meeting. It is not necessary that a member giving notice of motion be the one to move or second the actual motion at the following meeting.

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A notice of motion is usually required for such important matters as elections, expenditure of funds, amendments to bylaws and regulations, and similar items of business.

It should be emphasized that a proper notice of motion is not simply a few non-descriptive words on an agenda but should make the intention of the mover of the notice of motion abundantly clear. It is preferable that a notice of motion should include the proposed motion in full.

POINT OF ORDER

A point of order is a motion that may be raised without the speaker first being recognized by the Chair. It does not require a seconder and it is not debatable except as specified below. When a point of order is raised by a member, the Chair must make a decision without allowing the introduction of any other business except those of motions which have precedence. The Chair's decision is subject only to an appeal from the ruling of the Chair and in cases where the Chair is stating the content of Bylaws, Rules of Order, Regulations or the Constitution, etc. which are fact, no appeal is permitted.

ExampleMember: "I rise to a point of order."

Chair: "Please state your point of order."

Member: "The motion proposed is out of order because it contrary to Bylaw 13."

Chair: "Your point of order is well taken: I declare the motion out of order."

ExampleMember: "I appeal against the ruling of the Chair."

Chair: "Your appeal cannot be put to the question as Bylaw 13 is a statement of fact and the Chair cannot accept an appeal against a bylaw."

PRECEDENCE

The proposals that are put before meetings fall into three main classes as follows:

1. Privileged motions.
2. Dilatory (delaying or procedural) motions.
3. Main (or principal) motions.

Under these headings motions of the three classes are said to have a certain precedence or rank. That is, the first one listed is of the highest precedence and must be dealt with first by the Chair. The second motion listed has the second highest precedence and is only outranked by the first, and so on.

Privileged motions

1. To adjourn.
2. To recess.
3. A question of privilege.
4. An appeal from the decision of the Chair.
5. A point of order.

Dilatory (or procedural) motions

6. To suspend the rules.
7. To table.
8. To put the previous question.
9. To limit or extend debate.
10. To postpone to a definite time.
11. To refer.
12. Second or sub-amendment
13. To amend the main motion.
14. To postpone indefinitely.

Main (or principal) motions

15. Main motions or resolutions.
16. To reconsider.

Each motion on the above list beginning at the top has higher precedence than every motion listed below it. This means that a motion having greater precedence than the one on the floor is in order and may be moved without

waiting for the termination of discussion of the previous motion. For example, a motion has been moved and seconded to purchase new meeting room chairs. In the midst of discussion on this proposal, two members may move and second that the matter be postponed indefinitely. Before this motion is disposed of, two other members move and second that the original proposal to purchase meeting room chairs and the motion to postpone indefinitely (which is considered to be attached to the main motion) be laid on the table. The motion to table has precedence.

The reverse situation also holds true: motions having lesser precedence than a motion on the floor are always out of order. For example, if a member has moved a motion to lay the proposal on the table, it would be out of order to move the previous question, postponement to a definite time, or any other motion of lesser precedence or rank. Although some motions have precedence over others, a speaker does not have the right to interrupt another speaker by reason of having a motion of higher precedence. The would-be mover of such a motion must wait her/his turn to be recognized by the Chair, with the only exceptions of this rule being pertinent points of privilege or order.

PRIVILEGE

A motion of privilege takes precedence over all other motions except adjournment and recess. The mover of a motion of privilege or question of privilege may interrupt a speaker and need not be recognized by the Chair before speaking. In common usage it does not require a seconder and is not put to the vote. It must be stated concisely and clearly by the mover and immediately decided by the Chair. One authority says that such questions should concern a broad interpretation of and relationship to the following matters:

1. Safety of a member, the members or the organization.
2. The health of the same.
3. The integrity or respect to which a member, the meeting or the organization is due.
4. Safety and protection of their property.

The Chair must make two decisions: first, whether the question is one of privilege, and secondly, how the question of privilege will be disposed of.

ExampleMember: "I rise to a question of privilege."

Chair: "Please state your question of privilege."

Member: "May I ask that all guests be asked to leave the room until this confidential business has been completed."

Chair: "Your question of privilege is granted. The Chair orders that all guests shall leave the room until all confidential business is concluded."

ExampleMember: "I appeal from the ruling of the Chair."

An appeal from the decision of the Chair on points of order and questions of privilege must be put to the vote of the assembly without allowing the intervention of any other business. It is customary that the mover of the question of privilege or point of order be given an opportunity to state her/his reasons for doing so and the Chair is allowed a similar period of time to explain the reasons for its ruling. No other debate is allowed. A major abuse of this parliamentary procedure is a tendency to introduce a question of privilege for the purpose of continuing the debate, sometimes even after the vote has been taken. The Chair should rule immediately to prevent such abuses. It is a constant requirement for members raising questions of privilege that they must be concise, proper, legitimate and germane to the points mentioned above.

RATIFY

To ratify a matter is to give it approval, confirm the action, to make it valid or legal, and is usually the final action taken by a meeting or group to legalize some business performed by its officers or representatives. It can be regarded as a main motion requiring a seconder and it is debatable and subject to amendment. It requires a majority vote for adoption and permits a debate on the merits of the matter to be ratified.

Example "I move that this meeting ratify the action of the social committee in spending \$40.00 for gifts for the Children's Hospital."

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Sometimes this motion is used to approve the actions of an executive which has undertaken business on behalf of the body without proper authority but it should be said here that the first responsibility of an executive is to get authority before acting. This practice can also be used in emergency situations to ratify actions that were unavoidable in a meeting when no quorum was found to be.

RECONSIDER

A motion to reconsider is used when it is felt that the meeting has acted on insufficient information or made a hasty decision. Such a motion requires a "notice of motion" to be given at a previous sitting of the meeting. At a later sitting, the motion to reconsider is regularly moved and seconded and is subject only to debate in respect to its propriety and advisability. It requires a two-thirds majority to be passed and can only be moved and seconded by two members who state that they voted with the majority (the prevailing side) on the first question.

When a decision has been made on an earlier question as a result of a secret ballot, it is required that the motion to reconsider be taken in the same manner; that is, by secret ballot.

A later meeting has the power to negate the actions of a previous meeting without the use of the motion for reconsideration by moving and accepting a motion to rescind the previous action.

REFER

The term "to refer" means to give over a question or task to a person or committee. A motion to refer requires a seconder and requires only a simple majority for adoption. Debate is permitted with respect to any instructions that may be attached.

If the motion to refer does not contain instructions with respect to the naming of a Committee, the Chair is permitted to do so and she/he must name or appoint the Committee prior to consideration of further business unless she/he advises the assembly that she/he intends to name the Committee at a later time or date.

A motion to refer may also include an instruction for a report to be made at a later specified time.

Example "I move that we refer the question of purchasing new officer furniture to a Committee of three to be nominated from the floor and to report at the next meeting."

It should be noted that once a motion to refer has been passed by the meeting, the meeting's authority over the motion comes to an end. In other words, it has transferred its control of the motion to another body (the Committee) and has no right to consider the matter except when the Committee reports or at a time when a two-thirds majority of the meeting decides to proper motion that the matter be taken up again by the meeting.

A motion to refer is subject to amendment, reconsideration and the previous questions.

REPORTS

Reports of officers and committees are usually given in that order with the report of the Chairperson or President being first at the appropriate point on the agenda. Where possible, reports should be moved for adoption or acceptance and treated as main motions in the business of the meeting.

Reports of committees are not subject to amendment except in respect to information; e.g., wrong statement in a report may be corrected.

If a motion to accept or adopt the report of the Committee is passed and the report contains recommendations, the motion to adopt or accept is considered to have given an affirmative vote to any such proposals. Of course, if the assembly does not wish to accept recommendations or proposals in a report, it may exclude such matters from the motion to adopt.

Example "I move that the report of the membership committee be accepted with the exception of the recommendation dealing with recruitment."

Members of a Committee who have supported the majority decisions in Committee sessions are considered to be duty-bound to support the report of the Committee on the floor of the meeting. It is permissible for the minority to produce a minority report and submit it to the meeting at the time the meeting is considering the main report of

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the Committee. The accepted procedure for gaining consideration of a minority report is for a spokesperson for the minority to rise, gain the Chair's recognition, and move to substitute the minority report for the majority report.

Example

Chairperson of the Committee:

"I move adoption of the Committee's report."

Chair:

"You have heard the recommendation of the Committee, is there any discussion?"

Minority Chairperson:

"I move that the minority report be substituted for the Committee report."

This motion must be seconded. From that point on, the Chair must direct debate to the motion put by the minority spokesperson. The motion must be disposed of by the meeting before debate can return to the report of the Committee. Of course, if the motion to substitute the report of the minority for the Committee report passes, no debate may be allowed on the majority or main Committee report. Also, if the motion to substitute the minority report for the report of the Committee is passed by the meeting, a motion that the minority report be adopted must be moved and seconded and voted on.

RESCIND

A motion to rescind is a main motion and should be treated as such. The procedure for using such a motion should be prescribed in the Rules of Order, Bylaws or Constitution of the body. It is a motion requiring a two-thirds majority and should be preceded by a notice of motion at the previous sitting.

Example "I move that we rescind (or repeal) the motion 'that this association purchase new chairs for the meeting room'"

A motion to rescind requires a seconder but debate must be limited to the motion to rescind. That is, this restriction limits debate to the advisability of repeal or the propriety of rescinding. A motion to rescind or repeal is never in order if the matter can be dealt with by a motion for reconsideration. A rescinding motion cannot be applied to any action that cannot be reversed.

SPECIAL MEETINGS

A special meeting is a meeting petitioned by the membership to act on limited or special business usually of an urgent nature. In special meetings the regular order of business is not followed except for the opening formalities, the business for which the meeting was called and, finally, the adjournment of the meeting.

The decisions of a special meeting must be limited to the business stated in the call to attend the special meeting, with one exception. A special meeting may consider other business if all members of the body are present and voting and they agree unanimously to consider another matter of concern to the meeting.

Minutes of special meetings are subject to the approval of the following regular meeting of the body but special meetings do not have an authority to approve minutes of a regular meeting.

A special meeting cannot be called for a time beyond the time of the next regular meeting.

TABLE

The motion to lay on the table (to table) is a subsidiary or dilatory motion. It is also called a procedural motion because it determines a procedure with which a main motion may be dealt.

Example "I move that the motion 'that we obtain new meeting quarters' be tabled."

The effect of the motion is to set the business aside for an indefinite period of time. In such cases a motion to lift from the table is necessary before the business can be dealt with. As in the case of some subsidiary or procedural motions, debate is not permitted.

A motion to table can have two effects. It may delay indefinitely any piece of business that the meeting is not prepared to discuss, or it may delay it for an unspecified period of time, placing the onus of re-activating the matter on the meeting itself. Motions are never tabled or a specific period of time. It becomes the responsibility of

Bragg Creek Community Association

any two members who wish to re-activate the tabled subject to introduce a motion that the subject matter be lifted from the table. It requires a simple majority to pass.

Motions to table are not subject to amendment. For example, let us say that the motion regularly moved and seconded "that a Committee be established to examine new meeting space", is before the meeting. Debate has been held, there may have been amendments and even a motion to refer the question to a Committee. Nevertheless, a motion to table is in order, and if it is seconded and passed by a majority, the whole question of the motion, amendment and referral is laid on the table and debate must cease.

A motion to table is similar to a motion to postpone indefinitely and accomplishes the same result, with the addition that a tabled motion is recorded only in the minutes of that meeting and on the agenda of the meeting. Following that recording, it is dropped from the record. Motions to table are sometimes used by a meeting to avoid the subject going to a vote. This means that the meeting has chosen not to express its opinion in a vote but wishes to shelve the matter.

VOTING

A demand for a secret ballot has precedence over all other forms of voting unless the Regulations, By-Laws or Constitution specify otherwise.

The Chair should first take a vote by a show of hands. If there is any uncertainty or the vote is questioned, she/he should then proceed to a standing vote with the Secretary assigned to make an accurate count. A two-thirds majority vote means that two voters have voted for the proposition for every one that voted against. A majority is 50 per cent of the votes cast plus one additional vote.

Vote counts are taken of only those who voted: e.g., if 50 members are present and 25 abstain in a vote, a majority of those voting would be 13 and a two-thirds majority would be 17.

WITHDRAWN

A motion may be withdrawn by the mover with the permission of the seconder under the following circumstances:

1. If the assembly agrees unanimously, the motion may be withdrawn and struck from the record.
2. If one member of the assembly objects, another member may move that the motion be allowed to be withdrawn. This procedural motion does not require a seconder and requires only a simple majority to pass.
3. If unanimous agreement to withdraw a motion is not obtained and the problem is finally resolved by a motion that the original mover be allowed to withdraw his motion, then both the original motion and the procedural motion giving permission to withdraw must be recorded in the minutes.

A motion to withdraw a main motion is not debatable and must be put to a vote immediately. In ordinary circumstances, the assembly should be prepared to give unanimous approval to a mover's request to withdraw her/his motion. However, in a situation where one member feels very strongly about the motion which has been put, she/he may object to its withdrawal and thus protect her/his right to debate the issue.

Stanford, Geoffrey (1995). BOURINOT'S RULES OF ORDER (4th Revised Edition). Toronto: McClelland & Stewart Inc.

SPECIAL RESOLUTION

At a meeting of the members of the Bragg Creek Community Association held on the _____ day of _____, 20__.
I hereby certify that the following Special Resolution was passed.
Resolved as a Special Resolution that the following By-Law(s) be amended to read as follows:

Dated at _____ in the Province of Alberta,
this _____ day of _____, 20__.

President

Treasurer

**Bragg Creek Community Association
List of Directors
As at**

**President
Name
Address
Phone #
Signature**

**Vice-President
Name
Address
Phone #
Signature**

**Secretary
Name
Address
Phone #
Signature**

**Treasurer
Name
Address
Phone #
Signature**

**Assistant Treasurer
Name
Address
Phone #
Signature**

**Director
Name
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Phone #
Signature**

**Director
Name
Address
Phone #
Signature**

**Director
Name
Address
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Signature**