

Medicine Hat Scottish Country Dancers

Article 1. Preamble

- 1.1 The name of this not-for-profit organization shall be *Medicine Hat Scottish Country Dancers* hereinafter referred to as the "Branch".
- 1.2 The Branch shall be constituted as a branch of *The Royal Scottish Country Dance Society (12 Coates Crescent, Edinburgh, Scotland EH3 7AF)* hereinafter referred to as the "Society".
- 1.3 The principal office of the Branch shall be in the city of the Secretary.
- 1.4 The Branch shall not have a seal.

Article 2. Interpretation

- 2.1 In the interpretation of these Bylaws, words in the plural include the singular and vice-versa, words in one gender include all genders, and "persons" includes an individual, body corporate, partnership, trust, and unincorporated organization.

Article 3. Association With The Royal Scottish Country Dance Society

- 3.1 Although the Branch carries out its administration and management independently of the Society it does operate under a formal Licence Agreement from the Society. That agreement is a generic document for all Branches that covers the use of names and logos, reiterates the Society's goals and objects, and sets out what the Branch must do, namely:
 - 3.1.1 operate ethically and lawfully.
 - 3.1.2 ensure Branch members are also members of the Society.
 - 3.1.3 forward Society subscriptions from members in a timely and consistent manner.
 - 3.1.4 submit a copy of the Annual Report within 2 months after the Annual General Meeting of the Branch.
 - 3.1.5 provide or facilitate instruction and participation in traditional Scottish Country dancing.
 - 3.1.6 appoint branch members as delegates to the Society in accordance with the Articles of Association of the Society. Delegates may attend a General Meeting of the Society and vote on motions or may appoint a proxy to attend and vote in their place.

Article 4. Membership

4.1 Membership of the Branch shall be open to all members of the public 12 years of age or older.

4.1.1 Branch Membership includes membership in the Society.

4.1.2 Any Society member who pays the Society subscription through another Branch may, on payment of the local membership fee, also become a member of the Medicine Hat Branch. Such members will receive the same facilities and voting rights as members who pay their Society subscription through the Medicine Hat Branch.

4.2 Membership Class

There are four classes of membership:

4.2.1 Adult Single: for adults 25 years of age or older.

4.2.2 Adult Joint: for 2 adults 25 years of age (25+) and older residing at the same address.

4.2.3 Young Adult: for adults ages 18-24.

4.2.4 Youth: for individuals 12-17.

4.3 Membership Fees

4.3.1 The annual fees will include both the fee for the administration of the Branch and the annual Society membership.

4.3.2 The membership year is May 1 to April 31.

4.3.3 Fees are payable to the Treasurer annually on or before May 1st.

4.3.4 The annual Branch fee for each class of membership shall be reviewed annually by the Executive Committee. Changes to the fees shall require approval from the membership at an Annual General Meeting.

4.4 Rights and Privileges of Members

Any member in good standing is entitled to:

4.4.1 receive official newsletters and other communications from the Branch.

4.4.2 Inspect the financial statements and records, minutes of the Executive Committee and any reports done by or commissioned by the Executive Committee. This may be done through a written (e-mail acceptable) request to the Secretary who will arrange for the time and place of the inspection.

4.4.3 attend any meeting of the Branch.

4.4.4 participate in dance classes hosted by the Branch.

4.4.5 attend events hosted by the Branch provided the applicable fee is paid.

4.5 Voting

4.5.1 Any adult member (18 years or older) in good standing is entitled to one (1) vote at any general meeting of the Branch.

4.5.2 A member in good standing is one who has paid the Membership Fee.

4.6 Limitation on the Liability of Members

No Member is, in their individual capacity, liable for any debt or liability of the Branch or Society.

4.7 Membership Withdrawal

5.7.1 A member may withdraw their membership at any time. No written notice is required.

4.8. Suspension or Termination of Membership

4.8.1 The Executive Committee may suspend temporarily or terminate the membership of any person whose conduct is in their opinion prejudicial to the interests of the Branch. Suspension or termination shall not alter other rights or status of the person concerned as a member of the Society.

4.8.2 Before suspending or terminating any person's membership, the Executive Committee shall notify in writing the person concerned stating the reasons for the proposed suspension or termination and giving that person the opportunity of replying and of appearing before the Executive Committee to seek revocation of the suspension or termination.

4.8.3 The person whose membership has been suspended or terminated shall have the right of appeal at a Branch General Meeting when three quarters (3/4) of those present and entitled to vote shall be necessary to confirm the suspension or termination.

4.8.4 Where suspension or termination has occurred or has been confirmed as in **4.8.3** above, the matter, with reasons, shall be notified to the Secretary of the Society without delay under 'Confidential - Addressee Only' cover.

Article 5. Office Bearers

5.1 The Office Bearers of the Branch shall consist of the President, Vice President, Secretary and Treasurer all of whom shall be elected at an Annual General Meeting of the Branch.

5.1.1 All Office Bearers shall hold office for two years and on completion of their term shall be eligible for re-election.

Article 6. Executive Committee

6.1 The Branch shall be administered by an Executive Committee hereinafter referred to as "the Committee" composed of the President (who will chair the committee) Vice-President, Secretary, Treasurer and a Teacher Representative who shall be appointed by the Committee.

6.1.1 Other Branch members may be elected to the Executive Committee by the membership at an Annual General Meeting but the total number of members of the Committee shall not exceed eight (8).

6.2 All Executive Committee Members shall have one vote.

6.3 A quorum of the Executive Committee shall be three (3) voting members

- 6.4** The Executive Committee shall have the power to constitute sub-committees and entrust them with such duties, as it considers necessary, for the efficient working of the Branch affairs.
- 6.5** The Executive Committee shall have power to appoint an Interim Chairperson, Secretary and/or Treasurer to fill vacancies occurring between Annual General Meetings. Any Office Bearer so appointed shall serve only until the next Annual General Meeting when they shall be eligible for election.
- 6.6** No Executive Member shall receive any remuneration for their service on the Executive Committee.
- 6.7** Any Executive Member may be removed from the Executive Committee for conduct contrary to the efficient operation of the Branch with the unanimous approval of all other Executive Members.

Article 7. Duties of Office Bearers

7.1 President

The President shall:

- preside at Branch Meetings and at meetings of the Executive Committee.
- act as spokesperson for the Branch.
- in collaboration with the Secretary prepare a report of the activities of the Branch to be presented at each Annual General Meeting.
- carry out other duties assigned by the Executive Committee.

7.2 Secretary

The Secretary shall:

- prepare and/or distribute all meeting materials — agendas, minutes & reports.
- submit annually to the Secretary of the Society a report of the activities of the Branch during the preceding year.
- file an annual return with the Corporate Registry of Alberta, which should include, when applicable, changes of Office Bearers and amendments in the Bylaws.
- keep a register of members in all classes of Membership.
- enrol in the Branch Register any member of the Society who shall transfer their membership to the Branch on the production by such member of the receipt for the Society Subscription for the current year. The secretary shall notify the secretary of any other Branch involved of the transfer and in the case of Life and Long Term Members the Secretary of the Society shall be informed also.

7.3 Treasurer

The Treasurer shall:

- account for all monies collected by whatever agency from

- members of the Branch or from other sources.
- ensure that the Branch accounts are audited annually and present these audited accounts to the Membership at the Annual General meeting.
- prepare and present a report on the Branch finances at Executive Meetings.
- be the contact person for funding agencies (e.g. AGLC) and for the Bank holding the Branch accounts.

7.4 Vice-President

The Vice-President shall:

- assume the President's duties and responsibilities in the President's absence. In the absence of the Vice-President, a Chairperson shall be appointed from among those present.
- carry out other duties assigned by the Committee.

Article 8. Finances

8.1 The fiscal year of the Branch shall be January 1 to December 31.

8.2 There must be an audit of the books, accounts and records once a year.

8.2.1 A qualified accountant or two adult members of the Branch, appointed at each Annual General Meeting, must do this audit.

8.3 The President, Secretary and Treasurer are the Office Bearers authorized to sign cheques drawn on the monies of the Branch. Two signatures are required on all cheques.

Article 9. Branch Meetings

9.1 The Annual General Meeting

9.1.1 A General Meeting of the members of the Branch shall be held within four (4) months after the end of its financial year at a place and at a time determined by the Committee.

9.1.2 Meetings may be held in person or electronically as is necessary.

9.1.3 All Branch members shall be given a minimum of twenty one (21) days notice of the Annual General Meeting. Notice of the meeting will contain the place, time and date of the meeting plus the agenda and appropriate documentation to support any business to be discussed.

9.1.4 All adult Branch Members in good standing are eligible to attend and vote at the Annual General Meeting.

9.1.5 Youth members are eligible to attend & participate in the Annual General Meeting but may not vote.

9.1.6 The order of business at such meetings shall be, the following:

- Minutes of the last Annual General Meeting and any special General Meetings held in the course of the year.
- President's Report on the year's working of the Branch.
- Treasurer's report and accounts.
- Election of Office Bearers and other Executive Committee members.
- Motions.
- Any other appropriate business

9.1.7 One third (1/3) of the Branch Membership shall constitute a quorum.

9.1.8 The Branch in General Meeting may enact such Rules as it may determine for the proper working of the Branch, provided such Rules are consistent with the Bylaws and Rules of the Society.

9.2. Special General Meeting of the Branch

9.2.1 A Special General Meeting may be called at any time by:

- a. a resolution of the Executive Committee; or
- b. a written request from at least one third (1/3) of the voting Members. The request must state the reasons for the request and the motions intended to be submitted at the Special General Meeting.

9.3 Voting

9.3.1 Each voting member has one (1) vote. A show of hands decides every motion at every General Meeting. A ballot is used only at the discretion of the President or if at least 5 voting members request it. In the case of an "on-line" meeting an electronic voting system may be used instead of a show of hands.

9.3.2 The President (Chair) does not have a casting vote in case of a tie at any meeting (general or executive). If there is a tie vote the motion is defeated.

9.3.3 A simple majority (50% +1) decides each motion unless the issue needs to be decided by a Special Resolution.

Article 10. Dissolution of the Branch and Distribution of Assets.

10.1 The Branch shall only be dissolved by a Special Resolution passed by the Branch in a General Meeting and only after receiving votes of not less than three quarters (3/4)(75%) of the membership in attendance.

10.2 Notice of intention to dissolve the Branch shall be given to the Secretary of the Society at least two months before the date proposed for such dissolution.

- 10.3** The balance of funds obtained from Alberta Gaming & Liquor Commission (AGLC), after all liabilities have been met, will be donated to one or more not-for-profit organizations considered eligible by the AGLC. The selection organization(s) to be made by the members in a General Meeting or failing that by the Executive Committee.
- 10.4** The balance of funds, other than that referenced in **10.3**, and all property belonging to the Branch shall be transferred, after all liabilities have been met, to one or more not-for-profit organization(s) of the Province of Alberta. The selection to be made by the members in a General Meeting, or failing that, by the Executive Committee.

Article 11. Amendment of the Bylaws

- 11.1** The Bylaws may be cancelled, altered or added to with a Special Resolution at any Annual General Meeting or Special Meeting of the Branch.
- 11.2** Under the License Agreement the Branch agrees to notify the Society in writing any proposed changes to the Bylaws of the Branch. The Society must be notified two months prior to any change being approved by the Branch at a General Meeting.
- 11.3** No alteration may be made to these Bylaws which would result in a contravention of the License Agreement, unless approved by the Society through the re-negotiation of the License Agreement.
- 11.4** Notice of such a General Meeting specifying the intention to propose the special resolution shall be delivered to all members at least twenty-one (21) days in advance of such a General Meeting.
- 11.5** To pass, the Special Resolution must receive the vote of at least 3/4 (75%) of the adult members in good standing of the Branch.
- 11.6** The amended Bylaws approved at the Annual General Meeting take effect on being accepted by the Corporate Registry of Alberta.

Article 12. General

- 12.1** In order to maintain a high standard of teaching, the Society would normally expect a Branch to have at least one teacher. This may be an RSCDS qualified teacher possessing a certificate or a dancer with appropriate experience to teach the group. In order to increase the number of teachers Branches are expected to encourage members to train for the Society's examinations.