

Article 1 – Preamble

1.1 The Society

The name of the society is the Hospice Society of Camrose and District, which may also be known or referred to as the Society.

1.2 The Bylaws

The following articles set forth the Bylaws of the Hospice Society of Camrose and District.

Article 2 – Defining and Interpreting the Bylaws

2.1 Definitions

In these Bylaws, the following words have these meanings.

2.1.1 Act means the *Societies Act*, R.S.A. 2000, Chapter S-14 as amended, or any statute substituted for it.

2.1.2 Annual General Meeting means an Annual General Meeting described in Article 4.1.

2.1.3 Board means the Board of Directors of this Society described in Article 5.1.3.

2.1.4 Bylaws mean the Bylaws of this Society as amended.

2.1.5 Director means any person elected or appointed to the Board.

2.1.6 Executive Committee means the Executive Committee described in Article 5.5.1.

2.1.7 General Meeting means an Annual General Meeting or a Special General Meeting.

2.1.8 Member means a Member of the Society described in Article 3.1.

2.1.9 Officer means any Officer listed in Article 5.2.

2.1.10 Registered Office means the registered office for the Society.

2.1.11 Register of Members means the register maintained by the Board of Directors containing the names of the Members of the Society.

2.1.12 Society means the Hospice Society of Camrose and District.

- 2.1.14 Resolution means a formal, pre-written statement of a motion, usually preceded by the words "Resolved that..." This form is used for more important or complex questions and if possible is prepared in advance for review before the meeting.
- 2.1.15 Ordinary Resolution means a resolution at a General Meeting of which the notice required has been duly given, and for which the votes cast (whether on a show of hands, or by ballot as the case may be) in favour of the Resolution by members entitled to vote, exceed the votes, if any, cast against the Resolution by members so entitled and voting.
- 2.1.16 A Resolution shall be a Special Resolution when:
- a) Required by these Bylaws;
 - b) The intention to propose the Resolution as a Special Resolution has been duly specified in the notice calling the General Meeting or other intimation given to the members of the Resolution;
 - c) The notice required under these Bylaws has been duly given of the General Meeting; and
 - d) The votes cast in favour of the Resolution (whether on a show of hands, or by ballot as the case may be) by all voting members are not less than three times the number of the votes, if any, cast against the Resolution (i.e a minimum of 75% of votes cast).
- 2.1.17 Voting Member means a Member entitled to vote at a General Meeting of the Society, as described in Article 3.4.2.

2.2 **Interpretation**

The following rules of interpretation must be applied in interpreting these Bylaws.

- 2.2.1 Singular and plural: words indicating the singular number also include the plural, and vice-versa.
- 2.2.2 Masculine and feminine: words indicating the masculine gender also include the feminine gender and vice-versa.
- 2.2.3 Corporation: words indicating persons also include corporations.
- 2.2.4 Headings are for convenience only. They do not affect the interpretation of these Bylaws.

Article 3 – Membership

3.1 Classification of Members

There are three categories of Members:

- a) Individual Members
- b) Associate Members
- c) Honorary Members.

3.1.1 Individual Members

To become an Individual Member a person must:

- a) Pay the annual membership fees for Individual Members, and
- b) Adhere and agree to the Bylaws and Objectives of the Hospice Society of Camrose and District.

3.1.2 Associate Members

To become an Associate Member a group, organization or agency must:

- a) Pay the annual membership fees for Associate Members, and
- b) Adhere and agree to the Bylaws and Objectives of the Hospice Society of Camrose and District.

3.1.3 Honorary Members

The Board may, on its own motion or upon the recommendation of the membership by Resolution, appoint any person an Honorary Member by reason of that individual making an outstanding contribution toward the promotion of the aims, purpose and ideals of the Society.

3.2 Admission of Members

Any individual may become a Member in the appropriate category by meeting the requirements in Article 3.1. The individual will be entered as a Member under the appropriate category in the Register of Members.

3.3 Membership Fees

3.3.1 Membership Year

The membership year is January 1 to December 31.

3.3.2 Setting Membership Fees

The annual membership fees for each category of Member will be established by the Board and fixed at the Annual General Meeting.

3.3.3 Payment Date for Fees

The annual membership fees should be paid on or before March 31 of every year.

- 3.4.1 Any Member in good standing is entitled to:
- a) Receive notice of any General Meetings of the Society;
 - b) Attend any meetings of the Society;
 - c) Speak at any General Meetings of the Society; and
 - d) Exercise other rights and privileges given to Members in these Bylaws.
- 3.4.2 Voting Members
- The only Members who can vote at General Meetings of the Society are:
- a) Individual Members in good standing who are at least eighteen (18) years old.
 - b) Associate Members in good standing who are at least eighteen (18) years old.
 - c) Honorary Members are not entitled to vote.
- 3.4.3 Number of Votes
- a) A Voting Member is entitled to one (1) vote at a General Meeting of the Society.
 - b) Associate Members are entitled to one vote per membership.
- 3.4.4 Member in Good Standing
- A Member is in good standing when:
- a) The Member has paid membership fees to the Society; and
 - b) The Member is not suspended as a Member as provided for under Article 3.5.

3.5 Suspension of Membership

- 3.5.1 Decision to Suspend
- At any meeting of the Board, the Board may suspend a Member's membership for not more than three (3) months, for one or more of the following reasons:
- a) The Member has failed to abide by the Bylaws;
 - b) The Member has disrupted meetings or functions of the Society; or
 - c) The Member has done by commission or omission anything judged to be detrimental to the Society.
- 3.5.2 Notice to the Member
- 3.5.2.1 The affected Member will receive written notice of the Board's intention of proposed suspension of that Member. The Member will receive at least two (2) weeks notice before the proposed meeting.
- 3.5.2.2 The notice will be sent by single registered mail to the last known address of the Member shown in the records of the Society. An Officer of the Board may also deliver the notice.
- 3.5.2.3 The notice will state the reason (s) why suspension is being considered.

- 3.5.3.1 The Member will have an opportunity to appear before the Board to address the matter. The Board may allow another person to accompany the Member.
- 3.5.3.2 The Board will determine how the matter will be dealt with, and may limit the time given the Member to address the Board.
- 3.5.3.3 The Board may exclude the Member from its discussion of the matter, including the deciding vote.
- 3.5.3.4 The decision of the Board is final.

3.6 Termination of Membership

3.6.1 Resignation

- 3.6.1.1 Any Member may resign from the Society by sending or delivering a written notice to the Secretary or President of the Society.
- 3.6.1.2 Once the notice is received, the Member's name is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his name is removed from the Register of Members.

3.6.2 Death

The membership of a Member is ended upon his death.

3.6.3 Expulsion

- 3.6.3.1 The Society may, by Special Resolution at a Special General Meeting called for such a purpose, expel any Member for any cause which is deemed sufficient in the interests of the Society.
- 3.6.3.2 This decision is final.
- 3.6.3.3 On passage of the Special Resolution, the name of the Member is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his name is removed from the Register of Members.

3.7 Transmission of Membership

No right or privilege of any Member is transferable to another person. All rights and privileges cease when the Member resigns, dies or is expelled from the Society.

liable for any debts owing by the Member to the Society up to the date of ceasing to be a Member.

3.9 Limitation on the Liability of Members

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

Article 4 – Meetings of the Society

4.1 The Annual General Meeting

4.1.1 The Society shall hold its Annual General Meeting in Camrose no later than October 31st of each calendar year. The Board shall set the place, day and time of the meeting.

4.1.2 The Secretary shall deliver notice by electronic communication or mail to each Member at least twenty-one (21) days before the Annual General Meeting. The accidental omission to mail a notice to any Member, or the non-receipt by any such Member of such notice, shall not invalidate the proceedings of any General Meeting. The Secretary may publish further notice in a newspaper of general circulation twenty-one (21) days prior to the day of the Annual General Meeting. These notices must state the place, date and time of the Annual General Meeting.

4.1.3 Agenda for the Meeting

The Annual General Meeting shall deal with the following matters:

- a) The agenda;
- b) The minutes of the last Annual General Meeting;
- c) The Executive and Committee reports;
- d) The financial statements setting out the Society's income, disbursements, assets and liabilities and the un-audited Accountant's report;
- e) Appointment of the Accountant;
- f) Election of the Board; and
- g) Matters specified in the meeting notice.

4.1.4 Quorum

A quorum at the Annual General Meeting will consist of seven (7) voting members including a minimum of three (3) members of the Executive Committee.

4.2 Special General Meeting of the Society

4.2.1 Calling of a Special General Meeting

A Special General Meeting may be called at any time:

- a) By a Resolution of the Board to that effect; or

- resolution(s) intended to be submitted at this Special General Meeting; or
- c) On the written request of at least thirty-three percent (33%) of the Voting Members. The request must state the reason for the Special General Meeting and the proposed resolution(s) intended to be submitted at such Special General Meeting.

4.2.2 Notice

The Secretary delivers notice by either electronic communication or mail to each Member at least twenty-one (21) days before the Special General Meeting. This notice shall state the place, date, time and purpose of the Special General Meeting.

4.2.3 Agenda for Special General Meeting

Only the matter(s) set out in the notice for the Special General Meeting are to be considered at the Special General Meeting.

4.2.4 Quorum

A quorum at a Special General Meeting will consist of seven (7) Voting Members, including a minimum of three (3) members of the Executive Committee.

4.3 Proceedings at the Annual or Special General Meeting.

4.3.1 Attendance by the Public

General Meetings of the Society are open to the public. A majority of the Members present may ask any persons who are not Members to leave.

4.3.2 Failure to Reach Quorum

The President cancels the General Meeting if a quorum is not present within one-half (1/2) hour after the set time. If cancelled, the meeting is to be rescheduled within two (2) weeks. The Secretary shall, as soon as reasonably possible, notify Members of the Society by either electronic communication or mail of the second meeting date, time and location. If a quorum is not present within one-half (1/2) hour after the set time of the second meeting, the meeting will proceed with the Members in attendance.

4.3.3 Presiding Officer

4.3.3.1 The President chairs every General Meeting of the Society. The Vice-President chairs in the absence of the President.

4.3.3.2 If neither the President nor Vice-President is present within one-half (1/2) hour after the set time for the General Meeting, the Members present choose one (1) of the Members to chair.

- 4.3.4.1 The President may adjourn any General Meeting with the consent of the Members at the meeting. The re-scheduled General Meeting conducts only the unfinished business from the initial meeting.
- 4.3.4.2 No notice is necessary if the General Meeting is adjourned for less than thirty (30) days.
- 4.3.4.3 The Society must give notice when a General Meeting is adjourned for thirty (30) days or more. Notice must be the same as for any General Meeting.
- 4.3.5 Voting
 - 4.3.5.1 Each Voting Member has one (1) vote. Generally a show of hands decides votes at General Meetings. A ballot may be used if at least twenty percent (20%) of Voting Members request it.
 - 4.3.5.2 The President does not have a second or casting vote in the case of a tie vote. If there is a tie vote, the motion is defeated.
 - 4.3.5.3 A Voting Member may not vote by proxy.
 - 4.3.5.4 A majority of the votes of the Voting Members present decides each issue and Resolution, unless the issue needs to be decided by a Special Resolution.
 - 4.3.5.5 The President declares a Resolution carried or lost. This statement is final, and is not required to include the number of votes for and against the Resolution.
 - 4.3.5.6 Twenty percent (20%) of Voting Members may request a ballot vote. In such case, the President or the presiding officer shall be prepared to conduct a ballot vote. The result of the ballot is final.
 - 4.3.5.7 The Presiding Officer, as determined in Article 4.3.3, decides any dispute on any vote. The Presiding Officer must decide in good faith, and this decision is final.
- 4.5.6 Failure to Give Notice to Meeting
 - No action taken at a General Meeting is invalid due to:
 - a) Accidental omission to give any notice to any Member;
 - b) Any Member not receiving any notice; or
 - c) Any error in any notice that does not in the President's sole discretion

5.1 The Board of Directors

5.1.1 Governance and Management of the Society

The Board governs and manages the affairs of the Society. The Board may hire a paid administrator to carry out management functions under the direction and supervision of the Board.

5.1.2 Powers and Duties of the Board

The Board has the powers of the Society, except as stated in the Societies Act. The powers and duties of the Board include:

- a) Promoting the objects of the Society;
- b) Promoting membership in the Society;
- c) Hiring employees to operate the Society;
- d) Regulating employees' duties and setting their salaries;
- e) Maintaining and protecting the Society's assets and property;
- f) Approving an annual budget for the Society;
- g) Paying all expenses for operating and managing the Society;
- h) Paying persons for services and protecting persons from debts of the Society;
- i) Investing any extra monies of the Society;
- j) Financing the operations of the Society, and borrowing or raising monies;
- k) Approving all contracts for the Society;
- l) Maintaining all accounts and financial records of the Society;
- m) Appointing legal counsel as necessary;
- n) Making policies, rules and regulations for operating the Society and using its facilities and assets;
- o) Selling, disposing of, or mortgaging any or all of the property of the Society; and
- p) Without limiting the general responsibility of the Board, delegating its powers and duties to the Executive Committee or the paid administrator of the Society.

5.1.3 Composition of the Board

The Board consists of:

- a) A minimum of 7 and a maximum of 11 Directors-at-large elected at the Annual General Meeting from among the Voting Members
- b) The President and Officers elected from within the Directors-at-large; and
- c) The immediate Past President.

5.1.4.1 At the first Annual General Meeting of the Society, the Voting Members shall elect the following Directors:

- a) Three Directors, each serving a term that ends at the close of the third Annual General Meeting following the Annual General Meeting at which these Directors were elected; and
- b) At least two Directors, each serving a term that ends at the close of the second Annual General Meeting following the Annual General Meeting at which these Directors were elected; and
- c) At least two Directors, each serving a term that ends at the close of the first Annual General Meeting following the Annual General Meeting at which these Directors were elected.

5.1.4.2 At each succeeding Annual General Meeting of the Society, Voting Members elect the number of Directors recommended by the Nominating Committee, not to exceed the Board of Directors quota of nine (9). Terms will be for three (3) years.

5.1.4.3 Members may re-elect any Director of the Board for a maximum of three (3) consecutive terms or a total of 10 years.

5.1.5 Resignation, Death or Removal of a Director

5.1.5.1 A Director may resign from office by giving one (1) month's notice in writing. The resignation takes effect either at the end of the month's notice, or on the date the Board accepts the resignation.

5.1.5.2 Voting Members may remove any Officer or Director before the end of his term by Special Resolution.

5.1.5.3 If there is a vacancy on the Board, the remaining Directors may appoint a Member in good standing to fill the vacancy until the next Annual General Meeting, at which time the Voting Members shall formally elect a Director for the remainder of the term.

5.1.6 Meeting of the Board

5.1.6.1 The Board shall meet as often as required but not less than four times a year.

5.1.6.2 The President calls the meetings. The President also calls a meeting if any two (2) Directors make a request in writing and state the business for the meeting.

communication.

- 5.1.6.4 A majority of the Directors present at any Board meeting is a quorum.
- 5.1.6.5 If there is not a quorum, the President adjourns the meeting to a mutually agreeable time and place within the following two (2) weeks. One-half (1/2) of the Directors present at this later meeting is a quorum.
- 5.1.6.6 Each Director, including the President and the Past President, has one (1) vote.
- 5.1.6.7 The President does not have a second or casting vote in the case of a tie vote. A tie vote means the motion is defeated.
- 5.1.6.8 Meetings of the Board are open to Members of the Society, but only Directors may vote.
- 5.1.6.9 All Directors may agree to and sign a motion including by electronic communication. Such items shall be entered into the minutes at the next meeting of the Board. This motion is as valid as one passed at any Board meeting. It is not necessary to give notice or to call a Board meeting. The date on the motion is the date it is passed.
- 5.1.6.10 A meeting of the Board may be held by a conference call. Directors who participate in this call are considered present for the meeting.
- 5.1.6.11 Irregularities or errors done in good faith do not invalidate acts done by any meeting of the Board.
- 5.1.6.12 A Director may waive formal notice of a meeting.
- 5.1.6.13 In-camera sessions may be held at the discretion of the President or designated chair person.

5.2 Officers

- 5.2.1 The Officers of the Society are the President, Vice-President, Secretary and Treasurer.
- 5.2.2 At its first meeting after the Annual General Meeting, the Board elects, from among the Directors, the Officers for the following year.

5.3.1 The President:

- a) Supervises the affairs of the Board;
- b) When present, chairs all General Meetings and all meetings of the Board and the Executive Committee;
- c) Is an ex officio member of all committees, except the Nominating Committee;
- d) Acts as the spokesperson for the Society; and
- e) Carries out other duties assigned by the Board.

5.3.2 The Vice-President:

- a) Presides at meetings in the President's absence. If the Vice-President is absent, the Directors can elect a chairperson for the meeting;
- b) Replaces the President at various functions when asked to do so by the President or the Board;
- c) Chairs the Personnel Committee;
- d) Is a member of the Executive Committee; and
- e) Carries out other duties assigned by the Board.

5.3.3 The Secretary:

- a) Attends all General Meetings and all meetings of the Board and the Executive Committee;
- b) Keeps accurate minutes of these meetings;
- c) Has charge of the Board's correspondence;
- d) Maintains a record of names and addresses of all Members of the Society;
- e) Ensures all notices of various meeting are sent;
- f) Ensures annual fees are collected and deposited;
- g) Keeps the seal of the Society;
- h) Files the annual return, changes in the directors, amendments in the Bylaws and other incorporating documents with the Corporate Registry; and
- i) Carries out other duties assigned by the Board.

5.3.4 The Treasurer:

- a) Ensures all monies paid to the Society are deposited in a chartered bank, Alberta Treasury Branch, credit union or trust company chosen by the Board;
- b) Ensures a detailed account of revenues and expenditures is presented to the Board as requested;
- c) Ensures an un-audited statement of the financial position of the Society is prepared and presented at each Annual General Meeting;
- d) Chairs the Finance Committee of the Board;
- e) Is a member of the Executive Committee; and
- f) Carries out other duties assigned by the Board.

- b) Chairs the Nominating Committee; and
- c) Carries out other duties assigned by the Board.

5.4 Board Committees

5.4.1 Establishing Committees

The Board may appoint individuals to participate as members of Committees to advise the Board.

5.4.2 General Procedures for Committees

5.4.2.1 A Board member, as specifically identified in Articles 5.3 and 5.5, chairs each Committee created by the Board.

5.4.2.2 The chairperson calls Committee meetings.

5.4.2.3 Two (2) days notice is delivered by mail or electronic communication to each member of the respective Committee. The notice states the date, place and time of the Committee meeting. Committee members may waive notice.

5.4.2.4 Each Committee:

- a) Records minutes of its meetings;
- b) Distributes these minutes to the Committee members and to the chairpersons of all other Committees; and
- c) Provides reports to each Board meeting at the Board's request.

5.4.2.5 A majority of the Committee members present at a meeting is a quorum.

5.4.2.6 Each member of the Committee, including the chairperson, has one (1) vote at the Committee meeting. The chairperson does not have a casting vote in case of a tie.

5.5 Standing Committees

The Board may establish the following Standing Committees at any time they deem appropriate:

- a) Executive Committee;
- b) Personnel Committee;
- c) Finance Committee; and
- d) Nominating Committee

- 5.5.1.1 Consists of the President, who is chairperson as described in Article 5.3, Past President, Vice-President, Secretary and the Treasurer (the Executive Committee Members).
- 5.5.1.2 Is responsible for:
 - a) Planning agendas for Board meetings;
 - b) Carrying out emergency and unusual business between Board meetings;
 - c) Reporting to the Board on actions taken between Board meetings; and
 - d) Carrying out other duties as assigned by the Board.
- 5.5.1.3 The meetings are called by the President or on the request of any two (2) other Executive Committee Members. They must request the President in writing to call a meeting and state the business of the meeting.
- 5.5.1.4 All Executive Committee Members may agree to and sign a motion including by electronic communication. Such motions shall be entered into the minutes at the next Board meeting. This motion is as valid as one polled at an Executive Committee meeting. It is not necessary to give notice or to call a meeting of the Executive Committee. The date on the motion is the date it is passed.
- 5.5.1.5 A meeting of the Executive Committee may be held by a conference call. Executive Committee Members who participate in this call are considered present for the meeting.
- 5.5.1.6 Irregularities or errors done in good faith do not invalidate acts done by any meeting of the Executive Committee.
- 5.5.1.7 An Executive Committee Member may waive formal notice of a meeting.
- 5.5.2 The Personnel Committee:
 - 5.5.2.1 Consists of the Vice-President, who is the chairperson, and two (2) other Members and/or Board members appointed by the Board.
 - 5.5.2.2 Is responsible for:
 - a) Recommending a job description, qualifications, and performance appraisal system for the Executive Director;
 - b) Interviewing applicants for the position of Executive Director of the Society and recommending an appointment to the Board;

- employment, salary and employee benefits;
- d) Acting as a mediator for personnel problems;
- e) Recommending personnel policies for volunteers;
- f) Reporting on the year's activities at each Annual General Meeting;
and
- g) Carrying out other duties assigned by the Board.

5.5.3 The Finance Committee:

5.5.3.1 Consists of the Treasurer, who is the chairperson, and three (3) other Members and/or Board members appointed by the Board.

5.5.3.2 Is responsible for:

- a) Recommending budget policies to the Board;
- b) Investigating and making recommendations to the Board for acquiring funds and property;
- c) Recommending policies on disbursing and investing funds to the Board;
- d) Establishing policies for Board and committee expenditures;
- e) Arranging the annual audit of the financial records;
- f) Reporting on the year's activities at the Annual General Meeting;
and
- g) Carrying out other duties assigned by the Board.

5.5.4 The Nominating Committee:

5.5.4.1 Consists of the immediate past President, who is the chairperson, and two (2) other Members and/or Board members appointed by the Board.

5.5.4.2 Is responsible for:

- a) Preparing a slate of nominees for Director
- b) Orienting new Board members; and
- c) Presenting its recommendations to the Annual General Meeting.

Article 6 – Finance and Other Management Matters

6.1 The Registered Office

The Registered Office of the Society shall be located in Camrose, Alberta.
Another place may be established at the Annual General Meeting or by Resolution of the Board.

6.2.1 The fiscal year of the Society ends December 31 of each year.

6.2.2 There must be an audit of the books, accounts and records of the Society at least once each year. An auditor shall be appointed at each Annual General Meeting. At each Annual General Meeting of the Society, the auditor will submit the audit report and financial statements for the previous year.

6.3 Seal of the Society

6.3.1 The Board may adopt a seal as the Seal of the Society.

6.3.2 The Secretary has control and custody of the Seal, unless the Board decides otherwise.

6.3.3 Only Officers authorized by the Board can use the Seal of the Society. The Board must pass a motion to name the authorized officers.

6.4 Cheques and Contracts of the Society

6.4.1 The designated Officers of the Board sign all cheques drawn on the monies of the Society. Two signatures are required on all cheques, excepting that the Board may authorize the Executive Director to sign cheques for certain amounts and/or circumstances. The Executive Director may not sign his own paycheck.

6.4.2 Any two (2) Officers must sign all contracts of the Society or any one (1) or number of other persons authorized to do so by resolution of the Board.

6.5 The Keeping and Inspection of the Books and Records of the Society.

6.5.1 The Secretary keeps a copy of the minute books and records minutes of all meetings of the Members and of the Board.

6.5.2 The Secretary keeps the original minute books at the Registered Office of the Society. This record contains minutes from all meetings of the Society, the Board and the Executive Committee.

6.5.3 The Board keeps and files all necessary books and records of the Society as required by the Bylaws, the Act, defined in 2.1, or any other statute or laws.

6.5.4 A Member wishing to inspect the books or records of the Society must give reasonable notice to the President or the Secretary of the Society of his intentions to do so.

during normal business hours.

6.5.6 All financial records of the Society are open for such inspection by the Members.

6.5.7 Other records of the Society are also open for inspection, except for records that the Board designates as confidential.

6.6 Borrowing Powers

6.6.1 The Society may borrow or raise funds to meet its objects and operations. The Board decides the amounts and ways to raise money, including giving or granting security.

6.6.2 The Society may issue debentures to borrow only by resolution of the Board confirmed by a Special Resolution of the Society.

6.7 Payments

6.7.1 No Member, Director or Officer of the Society receives any payment for his services as a Member, Director or Officer.

6.7.2 Reasonable expenses incurred while carrying out duties of the Society may be reimbursed upon Board approval.

6.8 Protection and Indemnity of Directors and Officers

6.8.1 Each Director or Officer holds office with the protection of the Society. The Society indemnifies each Director or Officer against all costs or charges that result from any act done in his role for the Society. The Society does not protect any Director or Officer for acts of fraud, dishonesty or bad faith.

6.8.2 No Director or Officer is liable for the acts of any other Director, Officer or employee. No Officer or Director is responsible for any loss or damage due to bankruptcy, insolvency, or wrongful act of any person, firm or corporation dealing with the Society.

6.8.3 No Director or Officer is liable for any loss due to an oversight or error in judgment, or by any act in his role for the Society, unless the act is fraudulent, dishonest or in bad faith.

6.8.4 Directors or Officers can rely on the accuracy of any statement or report prepared by the Society's accountant or any other professional person or entity hired by the Board for the purpose of providing any statement or report. Directors or Officers

Article 7 – Amending the Bylaws

- 7.1 These Bylaws may be cancelled, altered or added to by a Special Resolution at any General Meeting of the Society.
- 7.2 The twenty-one (21) days' notice of the General Meeting of the Society must include details of the proposed Special Resolution to change the Bylaws.
- 7.3 The amended Bylaws take effect after approval of the Special Resolution by 75% of the members and acceptance by the Corporate Registry of Alberta.

Article 8 – Distributing Assets and Dissolving the Society

- 8.1 The Society does not pay any dividends or distribute its property among its Members.
- 8.2 If the Society is dissolved, any funds or assets remaining after paying all debts are paid to a registered and incorporated charitable organization. Members select this organization by Special Resolution. In no event does any Member receive any assets of the Society.

Signature: <u>Treva Olson</u>	Address		Apartment
	4610 48 St.		
Print Name: <u>Treva Olson</u>	City/Town	Province	Postal Code
	<u>CAMROSE</u>	<u>AB</u>	<u>T4V 1C1</u>

Signature: <u>Beverly Drever</u>	Address		Apartment
	RR#1		
Print Name: <u>Beverly Drever</u>	City/Town	Province	Postal Code
	<u>CAMROSE</u>	<u>Alta</u>	<u>T4V 2M9</u>

Signature: <u>Tyler Weber</u>	Address		Apartment
	3322-51st Close		
Print Name: <u>TYLER WEBER</u>	City/Town	Province	Postal Code
	<u>CAMROSE</u>	<u>AB</u>	<u>T4V 4B3</u>

Signature: <u>Anna Harder</u>	Address		Apartment
	6006-44 Ave		
Print Name: <u>Anna Harder</u>	City/Town	Province	Postal Code
	<u>Camrose</u>	<u>AB</u>	<u>T4V 0B2</u>

Signature: <u>Janelle Wallace</u>	Address		Apartment
	6605 33 Ave		
Print Name: <u>Janelle Wallace</u>	City/Town	Province	Postal Code
	<u>Camrose</u>	<u>AB</u>	<u>T4V 4W9</u>

Witness

Signature: <u>John Person</u>	Address		Apartment
	6 Montrose Ave		
Print Name: <u>John Person</u>	City/Town	Province	Postal Code
	<u>CAMROSE</u>	<u>AB</u>	<u>T4V-2L4</u>