

SENIOR CITIZENS' SERVICE ASSOCIATION OF SASKATOON

CONSTITUTION AND BY-LAWS

A. PREAMBLE

The Senior Citizens' Service Association of Saskatoon is a charitable non-profit society for the citizens of Saskatoon and vicinity, which is interested in the welfare of senior citizens. The Association was formed in 1951 and incorporated in 1959 under the Benevolent Societies Act (R.S.S. 1953); subsequently the Societies Act 1859; Chapter 10 in 1964; and currently The Non-profit Corporations Act, 1995.

B. DEFINITIONS

1. **Association** – means the Senior Citizens' Service Association of Saskatoon.
2. **Cosmopolitan** – means the Cosmopolitan International Club of Saskatoon.
3. **Kinsmen** – means the Kinsmen Club of Saskatoon
4. **Centre** – refers to the Cosmopolitan Senior Citizens Centre at 614-11th Street East in Saskatoon.
5. **Senior Citizen** – means any person fifty-five years of age or over, resident in Saskatoon and vicinity.
6. **Board** – means the Board of Directors of the Association of a minimum of five and up to nine elected or appointed (in the case of vacancies between annual meetings) members.
7. **Officers** – include the President, Vice-President, and Secretary/Treasurer of the Board.
8. **Directors** – includes up to six members of the Board who work with the Officers to conduct the activities of the Association.
9. **Executive Committee** – means the three Officers.
10. **AGM** – means the Annual General Meeting

C. OBJECTIVES OF THE ASSOCIATION

1. To provide leadership and assistance in delivering entertainment, educational and recreational activities which contribute to the enjoyment, interest and well-being of the senior citizens of Saskatoon and vicinity.
2. To carry out other activities as may contribute to the well-being of the senior citizens of Saskatoon and vicinity.

ARTICLE 1 MEMBERSHIPS

Section 1.1 Personal Memberships

- 1.1.1 Such memberships are open to any senior citizen who pays an annual fee other than people who are under review by the Board for their actions, have been suspended as a member or have

been expelled as a member. Fees paid cover the period January 1 to December 31 in any given year. The Board is responsible for setting the annual membership fee.

1.1.2 By signing the membership card, members are indicating their belief in the Association and express their willingness to support, promote and participate in the work of the Association as posted in the Centre, subject to having their membership revoked.

1.1.3 Participants in day-to-day scheduled activities are expected to become members after experiencing the activity twice.

Section 1.2 Associate Membership

This membership is open to a family member or friend who is under the age of fifty-five and who is accepted for membership by the Board. Associate members shall have voice but no vote; and not hold office in the Association but shall be required to comply with the by-laws of the Association.

Section 1.3 Sustaining Membership

Such membership is open to any person, club, or society wishing to contribute in some tangible way to its support and is acceptable for membership by the Board. Each club or society holding a sustaining membership shall be entitled to send two representatives to all annual or special meetings of the association, and each representative shall have one vote.

Section 1.4 Code of Conduct for Members

1.4.1 All members shall conduct themselves in a positive way, according to the Code of Conduct approved May 29, 2019, such that they foster a safe and comfortable environment for all members and do not disrupt the Association's goals. Verbal or physical abuse shall not be tolerated. All complaints should be directed in writing to a member of the Board.

1.4.2 When a complaint has been received, the Board will initiate a progressive process to address the complaint with the goal of correcting the inappropriate behaviour and take action as appropriate. Details of the process were approved by the membership on May 29, 2019 and will be maintained in the policies and procedures of the Association.

1.4.3 Any personal, associate or sustaining membership may be suspended or expelled for serious misconduct or dishonesty, by the two-thirds vote cast at a duly constituted meeting of the Board, following notice of motion given at the preceding meeting of the Board held not less than fourteen days prior.

Section 1.5 Conflict of Interest for Members

There is a process in place to avoid entering into transactions or arrangements that might benefit the private interest of an Officer, Director or Member. This process will be maintained in the policies and procedures of the Association.

ARTICLE 2 OFFICERS OF THE ASSOCIATION

Section 2.1 Election of Officers

The Officers of the Association shall be elected by the general membership at the AGM. The President shall be elected in even-numbered years and the Vice-President and Secretary/Treasurer shall be elected in odd-numbered years.

Section 2.2 Term of Office

Officers shall be elected for two-year terms or appointed to complete the current term of their predecessor.

Section 2.3 Resignation of the President

If the President resigns, the Vice-President shall act as President for the remaining term of office, and the Board will appoint a new Vice-President.

Section 2.4 Resignation of an Officer

If an Officer other than the President resigns, the Board shall appoint a successor. The resigning Officer may be appointed as a Director at the discretion of the Board and may be elected as an Officer at the next election.

Section 2.5 Duties of the Officers

- 2.5.1 President:** shall be ex-officio on all committees and shall preside at all meetings of the Board and Executive Committee and at the AGM. The President shall act as a liaison between the Association and the Kinsmen. The President shall ensure that the Board enforces the Constitution and By-laws and the policies and procedures of the Association as well as the legislation that governs the Association. The President shall only vote when required to cast the deciding vote in case of a tie.
- 2.5.2 Vice-President:** in the absence of the President, the Vice-President shall be responsible for carrying out all the duties of the President and shall have his or her authority.
- 2.5.3 Past President:** shall act as an advisor to the President when called upon and may attend Executive meetings as a non-voting member.
- 2.5.4 Secretary/Treasurer:** shall issue required notices of, attend, and maintain accurate minutes of all meeting of the Association, Board and Executive Committee. The Secretary/Treasurer shall have charge of all documents and correspondence of the Association and shall keep a record of all members. Notices of meetings shall be by bulletin board, mail, e-mail, or any other means considered appropriate. The Secretary/Treasurer shall receive and deposit all funds paid to the Association; keep an accurate record of all moneys received and disbursed; ensure the records are available to the Board at all times, and oversee all financial activities of the Association.

ARTICLE 3 THE BOARD OF DIRECTORS

Section 3.1 Purpose of the Board

The Board of Directors shall be responsible to the Association for the implementation of the objectives outlined in the Constitution and By-laws. The Board of Directors is also responsible for setting policy planning and setting the annual budget. Through its Officers, Directors and committees, the Board shall report to the Association at its annual meeting.

Section 3.2 Composition of the Board

The Board shall include the three Officers of the Association and up to six Directors, each with specific duties as determined by the Board (e.g. membership sales and maintenance, liaison among groups, and communication with outside organizations and associations).

Section 3.3 Indemnification of Board Members

Officers and Directors of non-profit corporations in Saskatchewan are not personally liable (to third parties or to the corporation itself) in any civil action for acts or omissions in connection with their responsibilities to the corporation they serve, provided they acted in good faith.

Section 3.4 Removal of a Board Member

The membership shall have the right to call a Special meeting to remove a Board member for cause. Cause is any serious incompetence or serious misconduct and includes, but is not limited to, habitual neglect or violation of duty, conduct incompatible with duties, or violation of law.

Section 3.5 Remuneration of Officers and Directors

No remuneration, honorarium, or other compensation shall be authorized or paid to the Directors of the corporation without approval of the membership.

ARTICLE 4 FINANCIAL ACTIVITIES

Section 4.1 Receipts

All funds received shall be turned over to the Secretary/Treasurer, unless other arrangements have been made by the Board.

Section 4.2 Disbursements

All disbursements shall be made by cheque, signed by any two Officers that have been approved by the Board as signing Officers and registered as such with the banking institution.

4.2.1 Signing officers must have board approval to sign cheques to themselves for reimbursement of Association expenses.

Section 4.3 Records

4.3.1 A written financial statement shall be presented at each Board meeting.

4.3.2 An annual budget shall be prepared by the Secretary/Treasurer, approved by the Board and presented to the members for approval at the AGM.

Section 4.4 Year End

4.4.1 The fiscal year shall be April 1 to March 31 of the next calendar year.

4.4.2 The Board shall, prior to the end of the fiscal year, appoint a qualified reviewer who is not a member of the Board. The reviewer shall be responsible to examine all the financial records and prepared financial statements, showing the financial position of the Association, for presentation at the AGM.

ARTICLE 5 MEETINGS OF THE ASSOCIATION

Section 5.1 AGM

The AGM shall be held each year at 2:00 PM on the last Wednesday in May.

Section 5.2 Special Meetings

- 5.2.1 May be called by the President, who will preside over the meeting.
- 5.2.2 May be called by a written request from the members outlining the issue to be discussed and signed by at least fifteen members. The chief signatory of the request will preside over the meeting.
- 5.2.3 Discussion will be limited to the subject of the issue.

Section 5.3 Notice

Fourteen days' notice is required for all meetings of the Association.

Section 5.4 Quorum

Fifteen persons constitutes a quorum at all meetings of the Association.

Section 5.5 Voting Process

Voting on motions may be by ballot or raising of hand. Election voting shall be by ballot. Only members present at the meeting are eligible to cast a vote.

Section 5.6 Election Process

A nominating committee consisting of three members of the Association will present a slate of nominees for each vacancy. Nominees must give verbal consent at the AGM to have their name stand. If unable to be present at the AGM, nominees must have provided prior written consent. Nominations may also be made from the floor.

ARTICLE 6 MEETINGS OF THE BOARD OF DIRECTORS

Section 6.1 Meeting Schedules

A minimum of seven monthly meetings shall be held annually, in June, July, September, November, January, March, and May, on seven days' notice. Additional meetings may be called, depending on the urgency of the business. The first meeting shall be held as soon as possible after the AGM. Two Officers and three Directors shall constitute quorum.

Section 6.2 Absences

Absences of an elected member from three consecutive regular meetings may be regarded as a resignation from the Board of Directors. Extenuating circumstances will be considered.

ARTICLE 7 COMMITTEES OF THE BOARD OF DIRECTORS

Section 7.1 Executive Committee

Shall consist of the President, who will chair the Committee; the Vice-President; and the Secretary/Treasurer. This Committee will be responsible for the administration of the Association's business between regular meetings of the Board and will report to the Board any action taken.

Section 7.2 Ad Hoc Committees

Committees may be struck for a specific purpose, such as a nominating committee. The Chair shall be appointed by the Board. Such committees shall report their recommendations to the Board and then be disbanded when their assignments have been completed.

ARTICLE 8 THE CENTRE

The Centre shall be available primarily for social and recreational activities (cards and fitness programs) and for other welfare purposes for its members.

Members may not bring goods for sale into the Centre as an individual enterprise.

ARTICLE 9 PARLIAMENTARY AUTHORITY

Robert’s Rules of Order shall be used as a guide to govern meetings when they are not in conflict with the Association’s Constitution and By-laws or policies and procedures.

ARTICLE 10 AMENDMENTS

Amendments to the Constitution and By-laws may be made at an AGM or special meeting of the members of the Association by a two-thirds majority of the votes cast. Proposals to amend must be in writing and filed with the Secretary/Treasurer at least 45 days prior to the meeting, and posted for review by the membership at least 30 days prior to the meeting.

ARTICLE 11 APPLICATION

All previous Constitution and By-laws are herewith rescinded.

Note: in addition to the Constitution and By-laws, the Secretary/Treasurer maintains policies and procedures, forms, reports and other materials related to the operation of the Association.

Revised Constitution and Bylaws adopted by the members on the 31st day of May, 2023.

Richard Nicholas
NAME

Whiz DON LITZ
NAME

DIRECTOR
BOARD POSITION

DIRECTOR
BOARD POSITION

JUNE 14, 2023
DATE

14 June 23
DATE

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