

**Leduc Drama Society
Bylaws**

MEMBERSHIP

1. Any person residing in Canada, and being of the full age of 16 years, may become a Provisional Member, by the acceptance of the membership officer and an application form signed by any Board Member and the membership fee being submitted with the application. The names and addresses of Provisional Members shall be presented at the next Board meeting of the society. The Board shall, at the call of the chairman, vote by ballot or show of hands to accept or reject the application. Fees shall be returned to any Provisional Member rejected by the Board. Persons under the age of 16 years may become members in the same manner but with the addition of the membership application being signed by a parent or guardian.
2. The members at a general meeting shall determine membership fees, if any, from time to time, shall vote on any resolution or amendment duly presented to any General Meeting, may present (with a second) a motion for consideration by the members.
3. A member in good standing, who has attained the age of 18 years, shall be eligible to be voted to any position on the board of the society providing the member does not hold office in any other organization with similar interests.
4. To be kept informed of the society's activities and when meetings of the Society are called, it shall be the sole responsibility of a member to inform the Board of changes of postal address, e-mail address, facsimile number and phone number.
5. Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary. If any member is in arrears for fees or assessments for any year, such member shall be automatically suspended at the expiration of six months from the end of such year and shall thereafter be entitled to no membership privileges or powers in the society until reinstated. Any member upon a two-thirds vote of all members of the society in good standing may be expelled from membership for any cause which the society may deem reasonable at a special meeting called for that purpose with 21 days written notice given to that member.

PRESIDENT

6. The President shall be ex-officio a member of all Committees. The President, when present, shall preside at all meetings of the society and of the Board. In his absence, the Vice-President shall preside at any such meetings, and in the absence of both a chairman may be elected by the meeting to preside thereat.

VICE-PRESIDENT

7. The Vice-President in addition to the above duties shall be the membership officer of the Society.

BOARD OF DIRECTORS

8. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the Society.
9. The Board of Directors shall consist of a President, Vice-President, Treasurer, Secretary, and up to five (5) other Directors.
10. Positions on the Board of Directors shall be for two (2) years in length. One month prior to each Annual General Meeting, Board Members will have the option to vacate their seats at the forthcoming Annual General Meeting, regardless of how long they have sat in their seat. If any Board Member uses this option, the empty position will be filled by election at the forthcoming Annual General Meeting.
11. The Board shall, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs. A special meeting may be called on the instructions of any two members thereof provide they request the President in writing to call such meeting, and state the business to be brought before the meeting. Meetings of the Board shall be called by ten days' notice in writing mailed, facsimiled or emailed to each member or by three days' notice by telephone. Any four members shall constitute a quorum and meetings may be held without notice if a quorum of the Board is present, provided that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board, otherwise they shall be null and void.
12. A person appointed or elected a director becomes a director if they were present at the meeting when being appointed or elected, and did not refuse the appointment. They may also become a director if they were not present at the meeting but consented in writing to act as a director before the appointment or election.
13. Any director or officer, upon a majority vote of all members in good standing, may be removed from office for any cause, which the society may deem reasonable.

SECRETARY

14. It shall be the duty of the secretary to attend all meetings of the society and of the Board and to keep accurate minutes of the same. In the case of the absence of the Secretary, such officer as may be appointed by the Board shall discharge the duties. The Secretary shall have charge of all correspondence of the society and be under the direction of the President and the Board.
15. The Secretary, with the assistance of the Membership Officer, shall also keep a record of all the members of the society and their addresses, send all notices of the various meetings as required, and shall collect and receive the annual dues or assessments levied by the society, such monies to be promptly turned over to the Treasurer for deposit in a chartered bank, trust company, credit union or treasury branch as hereinafter required.

TREASURER

16. The Treasurer shall receive all monies paid to the society and shall be responsible for the deposit of same in whatever chartered bank, trust company credit union or treasury branch the Board may order. The Treasurer shall properly account for the funds of the society and keep such books as may be directed. The Treasurer shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited as hereinafter set forth of the financial position of the society and submit a copy of same to the Secretary for the records of the society. One person may fill the office of the Secretary and Treasurer if any annual meeting for the election of officers shall so decide.
17. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the society elected for that purpose at the monthly meeting prior to the Annual General Meeting. Such auditor at the Annual General Meeting of the society shall submit a complete and proper statement of the standing of the books for the previous year. The fiscal year of the society in each year shall be August 31.
18. The books and records of the society may be inspected by any member of the society at the annual meeting provided for herein or at any time upon giving reasonable notices and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

MEETINGS

19. This Society shall hold an Annual General Meeting on or before October 30 in each year, of which meeting due notice shall be given to all members at least 8 days prior to the meeting. At this meeting an election for vacant seats on the Board of Directors shall be conducted. The officers and directors so elected shall form a Board, and shall serve until their successors are elected and installed. Any vacancy occurring during the year may be filled at a special general meeting or, by agreement of the board, to co-op any member of the Society in good standing, at a board meeting provided it is so stated in the notice calling such meeting.
20. One quarter of the members in good standing shall constitute a quorum at any general meeting or special general meeting.
21. Due notice shall mean written notification addressed to a member in good standing delivered by either; mail, email, or facsimile as requested by the member on their application form or as modified by notification to the Secretary or Membership Officer.
22. General meetings of the society may be called at any time by the Secretary upon the instructions of the President or Board by due notice in writing, to the last known address of each member, at least eight days prior to the date of such meeting. A special meeting shall be called by the President or Secretary, upon receipt by either of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, delivered by due notice, at least eight days prior to the meeting.

VOTING

23. Any member who has not withdrawn from membership nor has been suspended nor expelled as herein provided shall have the right to vote at any meeting of the society. Such votes must be made in person and not by proxy or otherwise.

REMUNERATION

24. Unless authorized at any meeting and after notice of same shall have been given, no officer, director or member of the association shall receive any remuneration for their services.

BORROWING POWERS

25. For the purpose of carrying out its objects, the society may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the society, and in no case shall debentures be issued without the sanction of a special resolution of the society.
26. The By-Laws may be rescinded altered or added to by an "Special Resolution" passed by a majority of not less than three-fourths of such members entitled to vote as are present in person, at a general meeting of which one month's written notice specifying the intention to propose the resolution as an extraordinary resolution has been duly given.