

ALBERTA UKRAINIAN DANCE ASSOCIATION

BY-LAWS

Amended by Special Resolution, May 12th 2006

1. NAME

The name of the Association is "Alberta Ukrainian Dance Association"

2. OBJECTS

The objectives of the Society are:

- 2.01 To promote professional development of Ukrainian dance and dancers.
- 2.02 To serve as a liaison between the Ukrainian Dance Community and the community at large.
- 2.03 To respond to requests for assistance from dance instructors.
- 2.04 To promote our Ukrainian heritage.
- 2.05 To provide advice to dance groups.
- 2.06 To provide training and upgrading for dance instructors.
- 2.07 To help provide information and education through conferences and workshops.
- 2.08 To collect and give out information on Ukrainian dance.
- 2.09 To receive donations and undertake fundraising projects towards the objects of the Association and to apply for appropriate grants in aid.
- 2.10 To operate as a non-profit Association, not for personal gain of its members.

3. MEMBERSHIP

- 3.01 Membership in the Association is open to Alberta Ukrainian dance groups and individuals interested in furthering the aims and objectives of AUDA. Any and all members are entitled to attend the annual general meeting and any other meeting of members and are entitled to all services which AUDA makes available to its membership.
- 3.02 Voting privileges are as designated by category of membership.
- 3.03 Membership is for one year (12 months) duration of time, the beginning of which period shall be designated by the board of directors from time to time.
- 3.04 Voting Privileges - Any member in good standing, who has paid their membership no less than 120 days prior to the date of a meeting, may vote at that general or annual meeting of the members. All voting must be done in person, not by proxy.

3.05 Categories of Membership

- 3.05.1 Ukrainian Dance Group Membership: consists of those groups working in the field of Ukrainian dance, reside in Alberta, and who have paid the appropriate membership fee. Group members must designate one representative to carry the vote on behalf of the group and to receive for the group any benefits given to the group by AUDA.
- 3.05.2 Professional Membership: consists of choreographers and instructors working in the field of Ukrainian dance, reside in Alberta, are in good standing, and who have paid the appropriate membership fee. Professional members are entitled to one vote.
- 3.05.3 Individual Membership: consists of individuals interested in furthering the aims and objectives of AUDA, reside in Alberta, are in good standing, and who have paid the appropriate membership fee. Individual members are entitled to one vote.
- 3.05.4 Supporting Membership: consist of groups, professionals and individuals who reside outside of Alberta and are interested in furthering the aims and objectives of AUDA, and who have paid the appropriate membership fee. Supporting members have no voting privileges.

3.06 Resignation and Expulsion: An Executive person or member may resign by notification in writing, which is made effective when accepted by the Executive. The Society having notified all its members, by a vote of three fourth (3/4) of those present and voting at a meeting called for that purpose, may suspend or expel any Executive person or member whose conduct has been determined to be detrimental to the objects of the Society. Such a member shall be notified of the complaint against him and have an opportunity to address the meeting.

3.07 Dues: The annual membership dues shall be determined by the Executive and approved at the annual general meeting.

3.08 Default: If any member fails to pay dues within sixty (60) days of being so requested by the Treasurer, he ceases to be a member of the Society. Such a member may be readmitted to membership upon payment of designated arrears.

4. BOARD OF DIRECTORS

4.01 The management of the Society shall be vested in a Board of Directors which shall consist of a President, Vice-President, Secretary, Treasurer, and the immediate Past-President and up to Four (4) additional directors.

The office of Secretary and Treasurer may be filled by One (1) person if any annual meeting for the election of officers shall so decide.

- 4.02 Elections for the Board of Directors shall be held at the Association's annual meeting and shall serve until their successors are elected and installed. Members of the Board of Directors may hold office for two (2) consecutive terms after which they must vacate that position. Should a position not be able to be filled and the incumbent is willing to stay on, the forgoing can be waived. Any vacancy occurring during the year may be filled at the next Board meeting, provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office in the Association.
- 4.03 The Board shall, subject to the by-laws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Association, and meetings of the Board shall be held as often as may be required, and shall be called by the president. A special meeting may be called on the instruction of any two members thereof provided they request the President in writing to call such meeting, and state the business to be brought before the meeting. Meetings shall be called by Ten (10) days' notice in writing mailed to each member or by Three (3) days' notice by telephone. Any four (4) members shall constitute a quorum, and meetings shall be held without notice if a quorum of the Board is present, provided, however, 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.
- 4.04 The Board of Directors shall have the power to reimburse members of the Board of Directors for any expense incurred by them in a discharge of their duties so authorized by the Board, which said duties must be directly related to business of the Association.

5. DUTIES OF OFFICERS AND DIRECTORS

- 5.01 President - The President shall be the chief executive officer of the Alberta Ukrainian Dance Association. The President shall preside at all meetings of the Board. The President shall see that all directives of the Alberta Ukrainian Dance Association are carried in effect.
- 5.02 Vice-President - The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President and shall perform such other duties as shall from time to time be directed by the Board.
- 5.03 Treasurer - The Treasurer shall receive all monies paid to the Association and shall be responsible for the deposit of same in whatever Bank the

Board may order. He/she shall properly account for the funds of the Association and keep such books as may be directed. He/she 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 Association and submit a copy of the same to the Secretary for the records of the Association.

- 5.04 Secretary - The Secretary shall attend all meetings and act as clerk thereof, recording all votes and minutes of all proceedings. The Secretary shall give or cause to be given notice of all meetings, and shall perform other duties as directed by the board. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence of the Alberta Ukrainian Dance Association and be under the direction of the President and the Board.
- 5.05 Indemnification - The Alberta Ukrainian Dance Association shall defend, indemnify, and save harmless every member of the Board against any and all claims, actions, suits or proceedings made, brought, commenced or prosecuted against a member of the Board in respect to any action, deed, matter or thing made, done or permitted by him, in the execution of his duties or functions as a member of the Board except:
- (a) if the claim, action, suit or proceeding is occasioned by the willful neglect of the member of the Board; or
 - (b) in respect of a claim, action, suit or proceeding brought by the Alberta Ukrainian Dance Association against the member of the Board.

6. MINUTES, BOOKS, AND RECORDS

- 6.01 The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by Two (2) members of the Association elected for that purpose at the annual meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the annual meeting of the Association. The fiscal year of the Society in each year shall be the 30th day of September.
- 6.02 The books and records of the Association may be inspected by any member of the Association at the annual meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the officer having charges of same. Each member shall at all times have access to such books and records.

7. MEETINGS

- 7.01 Association shall hold an annual meeting on or before December 1st in each year, of which meeting due notice shall be given to all members.
- 7.02 Meetings of the Association may be called at any time by the Secretary upon instruction of the President or Board by notice in writing to the last known address of each member, delivered in the mail Eight (8) days previous to the date of such meeting. A special meeting shall be called by the President or Secretary upon receipt by him of a petition signed by one-third (1/3) of the members in good standing, setting forth the reasons for calling such meeting which shall be by letter to the last known address of each member, delivered in the mail Eight (8) days previous to the meeting.
- 7.03 Eight (8) members in good standing shall constitute a quorum.

8. VOTING, REMUNERATION/BORROWING POWERS

- 8.01 Any member who has not withdrawn from membership nor has been neither suspended nor expelled as herein provided shall have the right to vote at any meeting of the Association. Such votes must be made in person and not by proxy or otherwise.
- 8.02 Unless authorized at any meeting and after notice of same shall have been given no officer or member of the Association shall receive any remuneration for his services.
- 8.03 For the purpose of carrying out its objects, the Association 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 Association and in no case shall debentures be issued without the sanction of a special resolution of the Association.

9. DONATIONS AND OTHER ACCRETIONS

- 9.01 All sums of money given to the Association as dues, gifts or other accretions will be used solely to further the objects of the Association as stated in ARTICLE Two (2). No member shall receive any financial gain from his or her membership.

10. DISSOLUTION

- 10.01 Upon dissolution of the Society, the assets remaining after payment of all its debts and obligations will be:
- a) disbursed to eligible Ukrainian charitable or religious groups or purposes; or
 - b) transferred in trust to a municipality until such time as the assets can be transferred from the municipality to a charitable or religious group or purpose approved by the Board.

11. INTERPRETATION OF BYLAWS AND CONDUCT OF MEETINGS

- 11.01 In the event of a dispute in the interpretation of these bylaws, the matter shall be arbitrated pursuant to the *Arbitration Act* of Alberta
- 11.02 All procedures followed at Membership meetings and meetings of the board, committees, task forces or commissions shall be governed by **ROBERTS RULES OF ORDER** as amended from time to time, if such procedure is not specified in the Alberta Ukrainian Dance Association bylaws.

12. PRIVACY

The Private Sector Privacy Act (PIPA) applies to a non-profit organization in the case of personal information that is collected, used or disclosed by the non-profit organization in connection with any commercial activity carried out by the non-profit organization. In regards to personal information, the Alberta Ukrainian Dance Association procedures shall conform to the Private Sector Privacy Act (PIPA) for all activities that involve the collection of personal information.

- 12.01. Collection of personal information
- (a) The Alberta Ukrainian Dance Association will not disclose any personal information collected through membership activities, and
 - (b) when personal information is collected through the registration process for an Alberta Ukrainian Dance Association activity, it will not be disclosed, and
 - (c) the Alberta Ukrainian Dance Association will not disclose any personal information to Government bodies unless required by law.
- 12.02. Personal information collected regarding employees, board members, or volunteers of the Alberta Ukrainian Dance Association including resumes, criminal reference checks, payroll and benefit information, may be distributed when required to conduct the operations of the Alberta Ukrainian Dance Association.
- 12.03. Reasonable requests for disclosure of personal information regarding

employees, board members, or volunteers shall be considered by the board on a case-by-case basis.

13. CHANGE IN BY-LAWS

13.01 These bylaws shall not be rescinded, altered, or added to (hereafter referred to as the "proposed bylaws") unless there is full compliance with these prior requirements:

- (a) Proposed changes are presented and passed as a special resolution at a General Meeting, and
- (b) Prior written notice of the proposed changes specifying:
 - i. The subject matter,
 - ii. Existing Article(s) to be affected,
 - iii. The precise text of proposed changes

is mailed to the Alberta Ukrainian Dance Association membership by ordinary mail at least 21 twenty-one (21) days in advance of the date established for their consideration.

Dated this ____ day of _____, 2006.

Name Signature Address Occupation