

# Society Bylaw Change - Proof of Filing

Alberta Amendment Date: 2013/12/17

The Bylaws are filed as of 2013/12/17

**Service Request Number:** 20707016  
**Corporate Access Number:** 506472653  
**Legal Entity Name:** CALGARY BIRD BANDING SOCIETY  
**Legal Entity Status:** Active  
**Fiscal Year End:** 12/31

## Annual Return

File Year	Date Filed
2013	2013/04/24
2012	2012/04/30
2011	2011/03/17

## Attachment

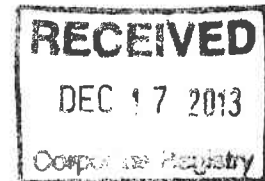
Attachment Type	Microfilm Bar Code	Date Recorded
Special Resolution/Objects	1000098000206101	1999/03/01
Annual Return Form	10000498000204572	1999/03/24
Annual Return Form	10000099000600489	2000/03/29
Annual Return Form	10000001000068409	2001/02/26
Audited Financial Statement	10000801000312054	2002/03/11
Annual Return Form	10000001000312053	2002/03/11
Audited Financial Statement	10000403000092152	2003/04/10
Annual Return Form	10000003000092149	2003/04/10
Audited Financial Statement	10000003000674109	2004/04/05
Annual Return Form	10000203000674108	2004/04/05
Correspondence	10000705100728593	2005/04/07
Bylaws & Special Resolution	10000905100728592	2005/04/07
Correspondence	10000705100735758	2005/04/14
Annual Return Form	10000905100729860	2005/05/19

Audited Financial Statement	10000705100729861	2005/05/19
Correspondence	10000305101347976	2006/03/13
Annual Return Form	10000305101179077	2006/03/27
Audited Financial Statement	10000105101179078	2006/03/27
Correspondence	10000407102766201	2007/03/15
Audited Financial Statement	10000307102769766	2007/04/03
Annual Return Form	10000007102769763	2007/04/03
Correspondence	10000507103956935	2008/04/02
Annual Return Form	10000507103960145	2008/04/18
Audited Financial Statement	10000307103960146	2008/04/18
Audited Financial Statement	10000107105091886	2009/04/16
Annual Return Form	10000307105091885	2009/04/16
Correspondence	10000907107444873	2010/03/25
Bylaws & Special Resolution	10000507107506151	2010/05/17
Correspondence	10000907107506154	2010/06/07
Annual Return Form	10000007107506243	2010/06/18
Audited Financial Statement	10000307107506246	2010/06/18
Correspondence	10000707107506254	2010/06/24
Bylaws & Special Resolution	10000507108538815	2010/10/08
Audited Financial Statement	10000007109940766	2011/03/17
Notice of Address	10000907109940743	2011/03/17
Annual Return Form	10000407109940769	2011/03/17
Annual Return Form	10000507112970178	2012/04/30
Audited Financial Statement	10000707112970177	2012/04/30
Annual Return Form	10000107115276224	2013/04/24
Audited Financial Statement	10000507115276217	2013/04/24
Bylaws & Special Resolution	10000207113242801	2013/12/17

**Registration Authorized By: DOUGLAS M. COLLISTER**  
**PRESIDENT**



Calgary Bird Banding Society  
PO Box 36111  
Lakeview Post Office  
Calgary, AB T3E 7C6



4 December 2013

Special Resolution of the Calgary Bird Banding Society

*to approve modification of the CBBS By-Laws as recommended  
by the CBBS Board by Special Resolution.*

Passed by the CBBS membership at a General Meeting held 17 September 2013.

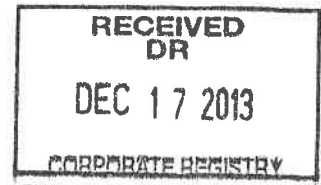
Notice of the meeting, and that the special resolution to change the by-laws would be put forward at the meeting, was sent to the membership by email dated 10 August 2013.

The modified by-laws will replace all previous by-laws.

Douglas M. Collister  
President  
Calgary Bird Banding Society

**CALGARY BIRD BANDING SOCIETY**

**BY-LAWS**



**1.0 Name**

1.1 The name of the Society shall be Calgary Bird Banding Society, hereinafter referred to as the Society or CBBS.

**2.0 Membership**

2.1 Membership shall consist of any interested person who has paid the membership fee.

2.2 Membership fees shall be determined, from time to time, by the members at a General Meeting.

2.3 Any member wishing to withdraw from membership may do so upon notice in writing to the Executive through its Secretary.

2.4 A member may be expelled from membership by a majority vote of two-thirds of the members attending a General Meeting.

2.5 There shall be two classes of membership:

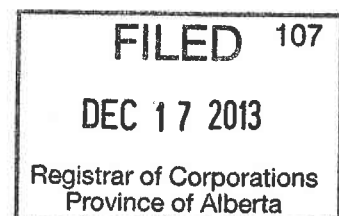
- Voting members entitled to vote at General, and, if serving on the executive, Board Meetings;
- Non-voting members entitled to all rights and privileges of membership except voting at General or Board meetings.

**3.0 Meetings**

3.1 All meetings are open to the general membership, both voting and non-voting.

3.2 With the exception of Board Meetings, 5 members in good standing shall constitute a quorum at any meeting of the membership.

3.3 Notice of meetings, stating the date, location and time, shall be distributed to the membership by whatever means is deemed appropriate by the Board at least 10 days prior to an Annual General Meeting (AGM) or a General Meeting and 5 days prior to a Special Meeting or Board Meeting.



3.4 Any voting member in good standing shall have the right to vote at any meeting of the Society with the exception of Board Meetings. Such votes shall be made either in person or by proxy through written means including electronic and each voting member shall have one vote.

3.4.1 Except where specified in the By-Laws, motions will be passed by a simple majority of all members present and any proxies submitted. The results shall be duly recorded in the minutes.

3.4.2 In the event of a tie vote the President, or the person chairing the meeting in the absence of the President, shall cast the deciding vote.

3.4.3 The President, or presiding chairperson, has the right to table an issue of vote when necessary to allow for more input or discussion in a more appropriate forum.

3.5 The Society shall hold an Annual General Meeting after the fall banding season and before April 30 of the year following.

3.5.1 At the AGM nominees for the available Board positions shall be presented to the membership. Nominations shall also be accepted from the floor. All nominees must give consent for their name to stand for election. Any voting member in good standing shall be eligible for any office on the Board.

3.5.2 The new Board shall be determined by a vote of the members attending the AGM and any proxies submitted. A vote shall be held for each Board position and the successful candidate shall be determined by a simple majority of the members voting.

3.5.3 The President's Annual Report, The Treasurer's Annual Report and the annual reports of all committees are to be presented to the membership at the AGM.

3.5.4 The membership can remove officers and directors from the Board at a General Meeting by casting votes in person. A two-thirds majority of the meeting attendees and any proxies submitted is required.

3.6 The Society may hold General Meetings throughout the year at the discretion of the Board.

3.6.1 Minutes of the meetings shall be distributed by electronic means.

3.7 Two-thirds or six (whichever is lesser), of the Board shall constitute a quorum for Board Meetings.

## 4.0 Board Positions

- 4.1 The word "Board" shall mean the directors and officers of the Society. The word "Executive" shall mean the officers of the Society comprised of the President, Vice President, Treasurer and Secretary
- 4.2 Unless authorized at any General Meeting and after notice of the same shall have been given, no voting member of the Society, including directors and officers, shall receive remuneration for services rendered.
- 4.3 The slate of nominees for Board positions shall be presented by the President at the Annual General Meeting.
- 4.4 Any vacancies occurring during the year shall be filled temporarily, by the Board, until the next General Meeting.
- 4.5 The term of office for each position shall be 1 year.
- 4.6 Term of office begins at the close of the Annual General Meeting at which appointment is confirmed.
- 4.7 The Board shall be composed of the following members:
- 4.7.1 President
- oversees and monitors the business and progress of the Society in meeting its stated purpose, goals and objectives.
  - calls meetings of the Society
  - prepares and distributes an agenda for Society meetings.
  - chairs Society Meetings within the pre-established agenda and in accordance with these By-Laws.
  - represents this Society at official functions or as requested by related organizations.
  - prepares and presents an annual President's report at the Annual General Meeting.
  - participates as an active member of any committees as required.
- 4.7.2 Vice President
- acts in the capacity of President in the President's absence or when requested to do so by the President.

#### 4.7.3 Treasurer

- maintains or causes to be maintained, proper accounting records of the Society, which shall include payment of the Society's debts and receiving all moneys collected by the Society.
- presents an annual Treasurer's Report at the Annual General Meeting. prepares, or causes to be prepared, required government filings including that required to comply with the Societies Act
- keeps, or causes to be kept, a register of Society members containing the names of the applicants for incorporation and the name of every other person who is admitted as a member of the society and their voting or non-voting status

#### 4.7.4 Secretary

- records , or causes to be recorded, accurate minutes of all Society meetings.
- maintains a record of previous minutes, waivers signed by members and any other documents necessary for the function of the Society.

#### 4.7.6 Director(s)-at-Large, up to six

- support the activities of the Society as directed by the Executive

### 5.0 Signing Authority

5.1 Any two of the Officers of the Society may act as signing authority on the Society bank accounts.

### 6.0 Borrowing Powers

6.1 For the purpose of carrying out its objectives, the Executive may borrow, raise or secure the payment of money in such manner as it thinks fit subject to ratification by the membership at a General Meeting.

### 7.0 Financial Records

7.1 The books, accounts and records of the 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 General Meeting immediately preceding the Annual General Meeting.

7.2 A statement of the standing of the books for the previous fiscal year shall be submitted by such auditor at the Annual General Meeting of the Society and attached to the Annual Return for filing at Corporate Registry.

7.3 The fiscal year end of the Society in each year shall be December 31.

7.4 The books and records of the Society may be inspected by any member of the Society at the Annual General Meeting or at any time upon giving reasonable notice and arranging for a time satisfactory to the Executive member(s) having charge of same. Each member of the Board shall at all times have access to such books and records.

## **8.0 Volunteers**

8.1 Volunteers may be recruited by the Board of the Society to meet its objectives.

## **9.0 Committees**

9.1 Committees may be struck by the Board in order to meet the objectives of the Society.

## **10.0 By-Laws**

10.1 These By-Laws may be amended, rescinded, altered or added to only by special resolution as defined in Section 1(d) of the *Societies Act*.

## **11.0 Dissolution**

11.1 Upon dissolution of the Society its assets, if any, shall be conveyed, transferred and delivered to a registered charity with similar objectives as directed by a 2/3 vote of the voting members attending a General Meeting called for such purpose.

December 2013