

“THE LETHBRIDGE TWINNING SOCIETY”

Alberta Government Corporate Access Number : 504019381

Registration Date: July 07, 1989

CONSTITUTION AND BY- LAWS

AMENDED: April 25, 2008

ARTICLE I : NAME

This organization shall be known as “The Lethbridge Twinning Society” hereinafter referred to as the “Society”.

ARTICLE II : ADDRESS

The mailing and contact address for the Society is:

The Lethbridge Twinning Society

c/o *President*

129 Riverwood Manor West

Lethbridge, Alberta.

T1K 7X4

e-mail: hcbmkwaq@telusplanet.net

WEB: <http://www.lethbridgetwinningsociety.com>

Phone/FAX: 403-381-0038

ARTICLE III : PURPOSE

To promote friendship and understanding between Lethbridge and its Twin (Sister) Cities and to educate and encourage members of the Society to be excellent ambassadors.

To promote patriotism by educating and involving members and associates in meaningful projects and endeavours of the Society recognizing our place in society and in our country.

The objectives of the Society are to:

1. To provide a means for residents of Lethbridge and area to promote friendship and understanding between Lethbridge and its Twin (Sister) Cities by direct contact with it's twinned city, by providing resource an information on the twinned city.
2. To arrange meetings and programs to provide opportunities for members of the Society to meet so that they may collectively plan and execute projects to promote friendship between Lethbridge and its Twin (Sister) Cities or other cities as deemed appropriate.
3. To provide information for members of the Society on its Twin (Sister) Cities.
4. To provide information and other courtesies to members of Lethbridge's Twin (Sister) City Societies or other organizations as deemed appropriate.
5. To provide courtesies to members of Lethbridge's Twin (Sister) City Societies or other groups as deemed appropriate.

ARTICLE IV : MEMBERSHIP AND DUES

1. Any person interested in the purpose of the Twin (Sister) City programs and willing to dedicate his/her time and energies in the promotion thereof may become a member of this organization upon payment of annual dues as set by the Board of Directors.

Any persons wishing to benefit from the travel opportunities, regular access to, and use of, Society assets, or wishing to participate in events not specified to be open to the public shall be fully paid members of the Society.

2. Annual dues shall be determined at the Annual General Meeting and shall be due and payable at the beginning of each calendar year. Unless there is a deliberate change in the annual dues at the annual meeting, the dues shall be the same as in the preceding year.
3. Any person or couple who have paid the annual dues as set at the Annual General Meeting shall be members.
4. Honorary membership in the Society may be presented at the discretion of the Board of Directors.
5. Annual dues are for the period of January 01 to December 31.
6. There are four status Members of the Lethbridge Twinning Society:
 1. Charter Member.
 2. Member in Good Standing.
 3. Honorary Member.
 4. Associate Member.

Charter Member: A Member who is current with their dues and has been a member of the Society since the inception. (May hold office and is entitled to vote.)

Member in Good Standing: A Member who is current with their dues. (May hold office and is entitled to vote.)

Honorary Member: A Member who is recognized by the Society either by Constitutional Agenda or by consensus of the Executive of the Society. This Member is **exempt** from membership dues. (May hold office and is entitled to vote.)

Associate Member: A Member who is recognized by the Executive of the Society. This Member has not paid membership dues. (May **not** hold office or vote.)

**** Addendum** May 24, 2006**

- On the first regular meeting following the Annual General Meeting of each year, the Executive shall review and determine the standing of each member for each class noted. This review will be valid for the one year term only.
- On the first regular meeting following the Annual General Meeting of each year, the Executive will determine by majority vote the status of each member of the Lethbridge Twinning Society.

ARTICLE V : ORGANIZATION

1. The Society shall elect a Board of Directors at it's Annual General Meeting.
2. The Board of Directors shall plan and take measures necessary to inform members of activities so that the members can participate in them.
3. The Board of Directors shall consist of:
 - President
 - Directors responsible for Culver City, California, Timashevsk, Russia,
 - Towada City, Japan and any other forthcoming association city(ies).
 - Director responsible for Public Relations of the Society.
 - Secretary
 - Treasurer
 - Additional Directors and Vice-Presidents as deemed appropriate at the Annual General Meeting or by and from the Executive.
4. The officers and Board of Directors shall serve for a term of one (1) year, and their term shall be renewable.
5. Voting for the Board of Directors shall be by secret ballot. Members in good standing at the time of the Annual General Meeting shall have voting privileges.
6. If a vacancy on the Board of Directors should occur, it may be filled from the membership by a majority vote of the Board of Directors.
7. The Mayor of Lethbridge shall be the Honourary President of the Society.

ARTICLE VI: DUTIES OF OFFICERS

1. The President shall preside at all meetings of the Society; shall be a member ex-officio of all committees; shall perform other duties usually pertaining to the office.

2. The Executive of the Society shall be made up of the President, Secretary, Treasurer and the Directors of Culver City, Towada City, Timashevsk, Public Relations and such other directors as shall be named by the Executive with respect to needs and growth.

The Directors of the Society shall be equal in standing in all respects, representing their various areas of responsibility and shall each be answerable to the Executive for their areas of responsibility and supporting the efforts of the Society by fulfilling the following duties as well as those assigned by the President and Executive:

- i) Budget preparation;
- ii) Monthly report preparation;
- iii) Maintaining correspondence and contact with their twinned communities, areas of interest and related individuals and groups;
- iv) Seek out means of additional funding;
- v) Ensure that the Societies Act and the Constitution of the Society are strictly adhered to and that all actions and decisions are in accordance with the purposes of the Society and shall not bring censure or embarrassment to the Society;
- vi) Promote their areas of responsibility to the community at large to encourage membership and participation of the community by all appropriate means including close liaison with the Public Relations Director, who is the sole authority for the promotion of all events for dissemination through appropriate media;
- vii) Schedule events, workshops and seminars to educate the public and promote the Society;

- viii) Keep all property of the Society safe from harm and be accountable to the Executive for its maintenance, storage and security;
 - ix) Submit all expenses to the Executive prior to expenditure and to submit all monies earned, donated, or otherwise obtained, directly to the Treasurer or President;
 - x) Oversee the day to day scheduling and co-ordination of the administration of their areas of responsibility, including but not limited to such things as storage of assets.
 - xi) Demonstrate a spirit of comradery, cooperation and openness in all dealings with the Executive and membership;
 - xii) Advise the Executive as to the needs/acquisition of assets, subject to budget acquisition;
 - xiii) Act as an aid to the President and perform his/her duties in his/her absence.
3. The Secretary shall keep a correct record of all meetings; shall maintain a file of all communications; shall conduct such official correspondence as the Board of Directors shall approve; and shall perform other duties usually pertaining to the office.
 4. The Treasurer shall keep an accurate record of all finances; shall be responsible for the disbursement of funds authorized; and shall perform such other duties usually pertaining to the office.
 5. Reimbursement for expenses incurred relating to the Society will be authorized by the Executive only after receipts or satisfactory documentation (Like a signed listing of expenditures) is presented to the Executive and the Executive approves reimbursement.

ARTICLE VII : REMOVAL OF DIRECTORS FROM OFFICE

1. Any Officer or Director who fails to attend three (3) consecutive regular meetings of the Board of Directors without reasonable justification, may be removed from the Board of Directors by a majority vote of that body.

ARTICLE VIII : COMMITTEES

1. The Board of Directors may appoint committees from within the membership, as well as non-members when deemed appropriate, to further the cause of the Society. The Chairperson of any such committee shall be a member of the Board of Directors. Members of any committees may be invited to attend and participate in Board of Directors Meetings but without voting privileges.

ARTICLE IX : MEETINGS

1. The General Membership shall meet at least once a year at such time and place as designated by the Board of Directors. A notice of meeting date time and place shall be sent to all members in good standing. A quorum shall consist of members attending a duly called meeting.
2. The Board of Directors shall meet a least four (4) times each year at such time and place as designated by the President. A quorum shall consist of five (5) members.
3. A special meeting of the Board of Directors must be called by the President within seven (7) days after receipt of a written request by at least three (3) members of the Board of Directors.
4. Any member who has paid their annual dues and has not withdrawn from membership shall have the right to vote at the Annual General Meeting of the Society. Such votes must be made in person and not by proxy or otherwise.
5. In the event of a tie vote at a general or Board of Directors meeting, the President will have a second vote to break the tie.

ARTICLE X : FINANCES

1. Funds acquired by the Society shall be maintained in a bank account under the name of the Society, and shall be disbursed at the discretion of the Board of Directors.
2. Membership dues, donations, grant funding or honorariums will be subject to conditions as noted in item 1 of Article IX : FINANCES.
3. The Board of Directors shall control all finances, and no funds shall be expended unless authorized by the Board of Directors. Cheques will require two (2) signatures authorized by the Board of Directors.
4. The accounts and records of the Treasurer shall be audited at least once each year. A complete and proper statement for the previous year shall be submitted at the Annual General Meeting of the Society. The fiscal year of the Society runs from August 1st to July 31st.
5. The books and records of the Society may be inspected by any member of the Society at the Annual General Meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory for the officer or officers having charge of same. Members of the Board of Directors shall have access to such books and records at all reasonable time.

ARTICLE XI : ASSETS

1. All assets of the Society will be documented and identified by Serial Number where ever practical.
2. All assets of the Society are to be cared for in an appropriate manner. Service and maintenance of assets are important and the members, Director or Committee responsible for the assets are to identify service and maintenance needs to the Executive whereby the Executive will determine appropriate resolve.

3. No assets of the Society are to be lent, or used for other than Society needs without the express permission of the Executive.
4. Due to our non-profit nature, no assets may be sold for profit.
5. All assets are to be disclosed for inspection and verification on the demand of any member in good standing if the member is of concern over the assets and desires to physically inspect or verify same.

ARTICLE XII : AMENDMENTS

1. These By-Laws may be amended by a vote of two-thirds (2/3) of the members present and voting at an Annual General Meeting or a Special General Meeting of the Society.
2. Proposed amendments to the By-Laws, including the new wording of the proposed changes, must be sent to all members at least ten (10) days before the Annual General Meeting of the Society where the vote will be taken.

ARTICLE XIII : RULES OF ORDER

1. The rules contained in the Robert's Rules of Order, newly revised, will govern this organization in all cases in which they are applicable and in which they are consistent with these By-Laws.

ARTICLE XIV : DISTRIBUTION OF FUNDS/ASSETS ON DISSOLUTION

1. In the event of dissolution of the Society, any funds or assets remaining shall be distributed to one of the more regularly organized and qualified charitable, educational, scientific or philanthropic organizations to be selected by the Board of Directors.

ARTICLE XV : REMUNERATION

1. Unless authorized at any meeting and after notice of same shall have been given, no officer or member of the Society shall receive any remuneration for his/her services.

ARTICLE XVI : BORROWING POWERS

1. For the purpose of carrying out its objective, the Society may borrow or raise or secure the payment of money.
2. In no case shall money be borrowed or debentures issued without the sanction of a special resolution that is sent to all members of the Society at least ten (10) days before a general meeting of the Society at which the authority to borrow money or issue debentures is voted upon.

PRIVACY & INFORMATION

1. A Member in Good Standing will be designated by the Executive to respond to personal privacy information matters for the Society.
2. The designated person will be provided with information on “Personal Information Protection and the Electronic Documents Act” (PIPEDA); the “Personal Information Act” (PIPA); the “Freedom of Information and Protection of Privacy Act” (FOIP)
3. The designated person with a Committee appointed by the Executive will conduct a privacy audit on a yearly basis and such audit results will be reported to the Executive Board at each Annual General Meeting of the Society.

THE LETHBRIDGE TWINNING SOCIETY **DECLARATION OF POLICY**

In order to establish and maintain a cordial relationship with our Sister Cities in reciprocal exchange of visitations, the Society hereby adopts the following declaration of policy:

1. Members of the Society visiting a Twin (Sister) City should not expect or request special “red-carpet” treatment.
2. Any personal courtesies offered to members of the Society by our Twin (Sister) City, should be treated as individual obligations incurred.
3. Visitors to Lethbridge from our Twin (Sister) Cities are responsible for their own transportation, housing, meals, sightseeing, etc. Any courtesies extended should be accepted as a courtesy rather than an obligation of the Society.
4. Active members of the Society planning to visit one of our Twin (Sister) Cities ***may*** receive a letter of introduction directed to the appropriate Sister City Committee. This letter will identify the visitor as an active member of our Society, as well as giving routine information regarding him/her and his/her party and dates when he/she will be visiting the city. Courtesies of the city will be appreciated.

Approved and adopted on:

President: _____

Director: _____

Director: _____