

Arts Touring Alliance of Alberta

MEMBERSHIP

1. Membership fee, if any, in the society shall be determined, from time to time, by the Board of Directors. Any individual or organization directly related to the arts touring industry in Alberta may become a member.
2. Upon payment of said yearly fee all members shall be considered voting members with one vote per individual or organization.
3. Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary, any member upon a majority vote of all members of the society in good standing may be expelled from membership for any cause which the society may deem reasonable.

BOARD OF DIRECTORS

4. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the society.
5. The Board shall, subject to the bylaws or directions given it by a majority vote at any meeting properly called and constituted, have full control and management of the affairs of the society, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President.
6. A special meeting may be called on the instructions of any two members provided they request the President in writing to call such meetings, and state the business to be brought before the meeting.
7. Meetings of the Board shall be called by ten days' notice in writing mailed to each member or by three days' notice by fax, email or telephone.
8. A quorum shall constitute of fifty percent plus one 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.
9. A person appointed or elected a director becomes a director if they are present at the meeting when being appointed or elected, and did not refuse the appointment. They may also become a director if they are not present at the meeting but consented in writing to act as director before the appointment or election, or within ten days after the appointment or election, or if they acted as a director pursuant to the appointment or election.
10. 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.
11. Directors shall be elected by a simple majority vote, of those present, at an annual general meeting. Only members in good standing may stand for election.
12. The Executive, consisting of President, Vice-President, Secretary and Treasurer shall be elected by an approving vote of a simple majority, of those present, at the first meeting of the Board held after the Annual General Meeting. The Executive, subject to the bylaws and directions given them by the

Board, will have full power of the Board, provided, however, that any business transactions be ratified at the next regularly called meeting of the Board.

13. The Board may employ or contract any staff that it feels necessary to properly conduct the affairs of the society.

PRESIDENT

14. The President shall be an ex-officio member of all Committees. The President shall, when present, preside at all meetings of the society and of the Board. In the absence of both, the President and Vice-President, members of the Board may elect a chairperson to preside at that meeting.

VICE-PRESIDENT

15. The Vice-President shall assist the President and in the absence of the President shall preside at any such meetings.

SECRETARY

16. It shall be the duty of the Secretary to attend all meetings of the society and of the Board, and to ensure accurate minutes are kept. The Secretary shall have charge of the Seal of the society which whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of the death or inability of either to act, by the Vice-President. 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 ensure the annual return is completed and forwarded to Corporate Registry each year.
17. The Secretary shall ensure a record is kept of all the members of the society and their addresses, and shall ensure all notices of the various meetings are sent as required.

TREASURER

18. The Treasurer shall ensure that all monies received by the society are deposited in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. The Treasurer shall ensure that proper accounts are kept 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, assets and liabilities to the Board whenever requested and shall present an audited financial statement to the general membership at the Annual General Meeting.

AUDITING

19. The books, accounts and records of the Arts Touring Alliance of Alberta 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 Annual General Meeting. The fiscal year end of the society in each year shall be March 31st.
20. 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 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

21. This society shall hold an annual general meeting on or before October 31st in each year, of which notice in writing to the last known address of each member shall be delivered in the mail, fax or email thirty (30) days prior to the date of the meeting. At this meeting there shall be directors elected; the directors so elected shall form a Board, and shall serve until their successors are elected and installed.
22. In the event of any vacancy occurring among the Directors, the vacancy may be filled by appointment of the Board of Directors from the general membership, effective until the next Annual General Meeting, if the filling of the vacancy is required for the good conduct of the affairs of the Society.
23. In the event of any vacancy occurring among the Officers, the vacancy may be filled by appointment of the Board from the existing Directors if the filling of the vacancy is required for the good conduct of the affairs of the Society.
24. General meetings of the society may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing, by fax or email to the last known address, of each member, delivered eight days prior to the date of such meeting. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third 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 days prior to the meeting.
25. Fifty percent plus one member in good standing and present shall constitute a quorum at any meeting.

VOTING

26. Any member who has not withdrawn from membership nor has been neither suspended nor expelled 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

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

BORROWING POWERS

28. 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.

DISSOLUTION

29. Should the Arts Touring Alliance of Alberta dissolve, any gaming proceeds remaining will be disbursed to an eligible charitable or religious group or purpose in Alberta; or 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.

BYLAWS

30. The Bylaws may be rescinded, altered or added to by a "Special Resolution".