

1. Memberships

Any person, 18 years of age or over, residing in Edmonton and area and upon payment in full of the annual membership fee, may become a member. Membership may be withdrawn, in writing, at any time with no further obligations other than outstanding debts to the Society, but the membership fee is non-refundable.

Any Adult who has been a volunteer of benefit to the society, with approval of the Board may be accepted as a member. This acceptance shall be done at a regular Board Meeting. A person shall be a member for at least 30 days before being eligible to vote or participate at a GM or Special Meeting.

2. Membership Fees

Membership fees will be determined by the Board of Seniors Assisted Transportation Society of Greater Edmonton (SATS). Members will be notified by phone, mail or email when their membership is due and when there is an increase in cost.

3. Board Meetings

Meetings of the Board of Directors shall be held once a month. In order to convene a board meeting a quorum of 50% plus 1 of board members must be present, *of which two must be executives*. A simple majority of quorum will be required to pass motions. Meeting dates will be posted in the office and available to members upon request.

4. Annual General Meeting

The Annual General Meeting (AGM) shall be held within 120 days of the fiscal year end.

Members shall be notified by phone, mail or email of the date at least 14 days in advance.

Elections shall be held at the AGM for all board positions.

Any member in good standing has the right to vote at the AGM. Such votes must be made in person, not by proxy or otherwise.

In order to convene the AGM a quorum of 20 members must be present. A simple majority of members present will be required to pass motions.

5. Special General Meeting

A special general meeting may be called at any time by the board when there is an unusual or urgent matter to address that cannot wait until the AGM.

Also, a special general meeting shall be called by the Board upon receipt of a petition signed by one third of the membership in good standing, specifying the reason for calling the meeting.

Members shall be notified by phone, mail or email at least 14 days in advance about the meeting and its purpose.

Any member in good standing has the right to vote at a special general meeting. Such votes must be made in person, not by proxy or otherwise.

In order to convene a special general meeting a quorum of 20 members must be present. A simple majority of members present will be required to pass motions.

6. Cheques

All SATS cheques shall have two signatures. The President, Vice-President, Treasurer and Executive Director shall have signing authority.

7. Board of Directors

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 of the Society.

The Board of Directors shall consist of 7 - 11 positions including President, Vice-President, Secretary, Treasurer and 3 - 7 Members-at-Large.

Elections for vacant board positions shall be held at each GM. *If positions need to be filled between GM's, up to 2 new directors may be selected by the existing board from the present membership. If they are unable to do so, then a Special meeting of the members must be called.*

All Board of Directors Member appointments are to be staggered with a two year term of office so that not all positions changed every year.

All Board of Director Members are elected at the General Meeting (GM) and then Executive Positions are chosen from elected board members to fill the primary

positions. *If positions need to be filled between GM's Executive positions are chosen from elected Board members.*

Resignation of a *Member, Board Member, Volunteer or Staff of SATS* must be done in writing at a Board Meeting.

Removal of a *Member, Board Member, Volunteer or Staff of SATS* is at the discretion of the Board, if conduct is unbecoming to SATS and/or Mission Statement. *The expulsion of the Member, Board Member, Volunteer or Staff of SATS is by majority Vote and is notified by registered mail.*

The immediate Past President, where the Past President is not a current Director, may serve on the Board in an advisory capacity after the election of the new president.

Any Director who has missed three consecutive board meetings or three meetings out of six, without being excused, may be removed from the Board by a simple majority of Directors at any Board Meeting.

8. President

Shall chair Board and General Meetings. In his or her absence, the Vice-President will chair. In the absence of both a Chairperson shall be appointed to preside.

Is an ex-officio member of all committees.

Provides leadership to the Board.

Formally evaluates the performance of the Executive Director and informally evaluates the effectiveness of the Board members.

Discusses issues confronting SATS with the Executive Director.

9. Vice-President

Shall preside at any Board or General Meeting, if the President is not available.

Works closely with the President, and other volunteers.

Performs other responsibilities determined by the Board.

10. Secretary

Shall attend Board and General Meetings and be responsible to take accurate minutes of each meeting.

Maintains an ongoing file in the office of approved SATS minutes and attachments.

Ensures minutes are distributed to board members shortly after each meeting.

11. Treasurer

Shall keep accurate and up-to-date financial accounts at the SATS office.

Presents a report at each board meeting and delivers a financial report to the membership at the AGM.

Ensures development and board review of SATS financial policies and procedures.

12. Executive Director

Reports to the Board of Directors and acts as an advisor to the Board but does not have a vote.

Attends Board and other meetings, as required.

Interprets and applies the Board's policies.

Keeps the Board informed about the affairs of SATS.

Prepares budgets and long-range plans for SATS Board approval.

Plans programs and services based on the SATS Board's priorities.

Carries out the responsibilities determined by the SATS Board.

Coordinates public relations and promotion of SATS.

13. Member-at-Large

Shares responsibility with other elected Board members for reviewing the executive actions of the Society.

Attends Board and General meetings.

Carries out other responsibilities, determined by the Board.

14. Audit

The books, accounts, and records shall be audited once per year by a duly qualified accountant for the purpose of the AGM.

The books and records of SATS may be inspected by any member of the society at any time upon giving reasonable written notice and arranging to do so with the Treasurer.

Complete and proper statements of the standing of the books for the previous year shall be submitted to the AGM.

The fiscal year of SATS shall end December 31.

15. Remuneration of Board Members

SATS may remunerate any direct expenses with receipts. Board members do not receive any remuneration or honorariums.

16. Borrowing Powers

The Seniors Assisted Transportation Society of Greater Edmonton for the purpose of carrying out its objectives may raise or secure the payment of money but only with the sanction of the membership at a Special Meeting.

17. Dissolving of "Seniors Assisted Transportation Society of Greater Edmonton"

If SATS ceases to exist, all debts must be paid first, including the reimbursement of unused ride tickets, the Staff salaries, and remaining funds donated to a registered charitable society, preferably one involved in volunteer driving, at the Board's discretion.

18. Bylaws

In accordance with the Alberta Societies Act the bylaws may only be changed or added to by a special resolution. A special resolution is a resolution passed at a general meeting by a vote of not less than 75% of those present. Members shall receive 21 days notice of the general meeting and the resolutions proposed.

A copy of these bylaws shall be available to any member upon written request

19. Society Seal

Our Society is not adopting a Society Seal at this time.