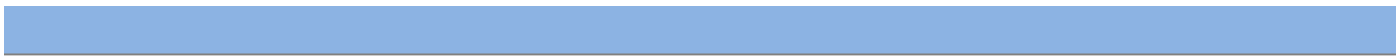


BYLAWS
Concordia Alumni Association
Edmonton AB

OCT | 15



BYLAWS

Article I – NAME

1. The name of the society is Concordia Alumni Association, herein referred to as the CAA.

Article II – MEMBERSHIP

1. General Membership will be given to any former student who has completed at least one full course at Concordia University College of Alberta or Concordia High School.
2. Associate Membership will be given to individuals through resolution by the Executive Council to those General Members wishing to become involved and help further the objectives of the organization.
 - 2.1. Associate Members have all the rights and obligations of general membership and can be elected to the CAA Executive Council.
3. All members are governed by the Constitution of the CAA.
4. Any member may give up their membership by providing a written request to the Executive clearly stating their wish to give up their membership and to be removed from the list of registered members.
5. Should any member be found to be working against the Mission/Vision/Values Framework and/or violating any of the Bylaws contained within the Executive Council may expel them as a member. .

Article III – CAA EXECUTIVE COUNCIL

1. The Executive Council is the governing body of the CAA. The representatives are:
 - 1.1. President;
 - 1.2. Executive Vice President;
 - 1.3. Vice President Finance and Operations
 - 1.4. Vice President Alumni Relations and Engagement
 - 1.5. Board of Directors;
 - 1.5.1. A minimum of at least one (1) members and a maximum of seven (5) members comprise the Board of Directors as Members-at-large.. The number total must be so that the Executive Council is at an odd number of members.
 - 1.6. Concordia Alumni Relations Representative (non-voting); and
 - 1.7. Past President of the CAA

2. The Executive Council shall conduct and manage the affairs of the CAA according to the objectives of the CAA, as per Article V below.
3. The Concordia Alumni Relations Representative shall establish and supervise the budget of the CAA with direction given by the Executive Council.
4. All Executive Council members shall be elected according to the procedures set out in Article XII of the By-Laws.
5. All Executive Council members are to be selected by the Nominating Committee and elected by the Executive Council prior to July 1, and take office from July 1 until June 30.
 - 5.1. If a vacancy were to occur, a by-election will be held in a manner determined by the Executive Council.
6. All Executive Council members must make a minimum of a one-year commitment.

Article IV – AMENDMENTS TO BYLAWS

1. In the future the bylaws can only be changed by a special resolution of the members.

Article V – CONCORDIA ALUMNI RELATIONS REPRESENTATIVE

1. The Concordia Alumni Relations Representative, or delegate, serves as the Principal Advisor of the Executive Council.
2. The Concordia Alumni Relations Representative advises:
 - 2.1. The CAA President in representing the Executive Council and the CAA to the CUCA administration;
 - 2.2. The Executive Council, giving special attention to the Mission/Vision/Values Framework of CUCA, on matters relating to the function and activities of the CAA;
 - 2.3. The Executive Council on terms of the CAA Bylaws.
3. The Concordia Alumni Relations Representative cannot vote in any decision made by the CAA Executive Council.

Article VI – ANNUAL GENERAL MEETING

1. An Annual General Meeting (AGM) must take place annually on the third Thursday of May.
2. The meeting must be open to all members of the public.
3. Members will be notified via email of the time and place of the AGM
4. Quorum at the AGM must be a minimum of 51% of voting members.
5. The election of the CAA Executive Council must take place at the AGM.
 - 5.1. The nominating committee must present a list of approved candidates to the CAA Executive Council to vote on, based on by-law Article XII 3.0;
 - 5.2. Meeting attendees can be nominated from the floor at the AGM as long as said member is present.
6. The Agenda of the AGM must be distributed at least thirty (30) days in advance through mechanisms decided by the Executive Council.
7. The Audited Financial Statements are to be presented by either the Auditors completing the audit or the VP Finance

Article VII – DISSOLUTION OF THE CAA

1. Upon dissolution of the CAA, after payments of debts, any remaining assets will be given to another non-profit organization with similar mandate, at the decision of the CAA Executive Council.
2. The funds will be distributed no earlier than twenty-four (24) months of the dissolution.
 - 2.1. All funds generated from gaming proceeds shall be disbursed immediately upon dissolution.

Article VIII - EXECUTIVE COUNCIL RESPONSIBILITIES

1. The responsibilities of Executive Council shall be:
 - 1.1. To manage the affairs of the CAA in consultation with the Concordia Alumni Relations Representative;
 - 1.2. To prepare and distribute agendas for Executive Council meetings at least one (1) business day prior to meetings:

- 1.3. To maintain and manage all aspects regarding the finances of the CAA, including submitting financial returns on a yearly basis.
- 1.4. Chair subcommittees made up of Associate Members in order to bring recommendations to council

Article IX – FORMAL MEETING OF THE CAA COUNCILS

1. The Executive Council shall:
 - 1.1. Conduct at least four (4) meetings per year, requiring a quorum of four (4) executive members, they are to be contacted at least seven (7) days in advance of the meeting via the email provided to the CAA, and being chaired by the CAA President;
 - 1.1.1. Additional meetings can be called at the discretion of the CAA President;
 - 1.1.2. Meetings shall be open to all members of the CAA;
 - 1.2. Make decisions and pass resolutions with a minimum of fifty percent (50%) of the vote. In the event of a tie vote, the decision shall be that of the CAA President.
 - 1.3. Voting rights are only available to the executive members that are in attendance, in person at the meeting and/or if the Executive Council approves another form of voting structure before it is to take place;
 - 1.4. All voting is to be done through a show of hands.
 - 1.5. Any Special Meeting can be called by the CAA President or by two (2) members of the Executive Council, requiring a quorum of at least 51% of voting members in attendance, and will be notified via email seven (7) days in advance to an email address that has been provided to the CAA.
 - 1.6. May pass special resolutions as set out in the Societies Act (reproduced below)

“special resolution” means

(i) a resolution passed

(A) at a general meeting or special meeting of which not less than 21 days’ notice specifying the intention to propose the resolution has been duly given, and

(B) by the vote of not less than 75% of those members who, if entitled to do so, vote in person or by proxy,

(ii) a resolution proposed and passed as a special resolution at a general meeting or special meeting of which less than 21 days’ notice has been given, if all the members

entitled to attend and vote at the general meeting or special meeting so agree, or

(iii) a resolution consented to in writing by all the members who would have been entitled at a general meeting or special meeting to vote on the resolution in person or, where proxies are permitted, by proxy.

Article X – DUTIES OF EXECUTIVE COUNCIL MEMBERS

1. Executive Council members shall:
 - 1.1. Attend all Executive meetings. In the event of an absence from a Council meeting, the member is held responsible for information missed and for completion of assigned duties pertaining to his/her office;
 - 1.2. Publicize and promote the activities and events of the Executive Council; and
 - 1.3. Participate in the Executive Council's budget preparation.

2. The CAA President shall:
 - 2.1. Chair all Council meetings
 - 2.2. Be a recognized spokesperson and advocate for the University and the CAA in the community;
 - 2.3. Participate, as much as possible, in programs, projects, events and activities sponsored, organized, or coordinated by the CAA;
 - 2.4. Identify and recruit talented alumni for the Council;
 - 2.5. Maintain open lines of communication with the President of CUCA;
 - 2.6. Work closely with the Concordia Alumni Relations Representative;
 - 2.7. Serve at least one (1) term as a CAA Executive immediately prior to being eligible for the position; and
 - 2.8. Be responsible for keeping and/or assigning other books and records that are required for the daily operations of the CAA.

3. The Executive Vice President shall:
 - 3.1. Be a recognized spokesperson and advocate for the University and the CAA in the community;
 - 3.2. Participate, as much as possible, in programs, projects, events and activities sponsored, organized, or coordinated by the CAA;
 - 3.3. Identify and recruit talented alumni for the Council;
 - 3.4. Perform the responsibilities of the President when the President is not available;
 - 3.5. Work closely with the CAA President and the Alumni Relations Representative;

- 3.6. Develop and implement officer transition plans, with the President and the Alumni Relations Representative;
 - 3.7. Perform other responsibilities as assigned by Council; and
 - 3.8. Sits as the Chair of the Nominating Committee
4. The Members-at-large shall:
 - 4.1. Attend and actively participate in all Council meetings;
 - 4.2. Be recognized spokespersons and advocate for the University and the CAA in the community;
 - 4.3. Participate, as much as possible, in programs, projects, events and activities sponsored, organized, or coordinated by the CAA; and
 - 4.4. Identify and recruit talented alumni for the Council.
5. The Vice President Finance and Operations shall:
 - 5.1. Advise the CAA President and other key members of the Executive Council on financial budgeting, cash flow, and matters in relation to financial planning for events, etc.;
 - 5.2. Serve as the liaison to the Executive Council and Alumni Relations Representative; effectively communicate and present critical financial matters at select board of directors and committee meetings as necessary;
 - 5.3. Contribute to the development of strategic goals and objectives;
 - 5.4. Maintain continuous lines of communication, keeping the CAA President and Executive Council informed of all critical issues;
 - 5.5. Represent the organization externally, as necessary, and particularly in financial matters;
 - 5.6. Plan, coordinate and execute the annual budget process;
 - 5.7. Ensure that the Executive Council is adhering to the strategic plan, delivering status reports to the Alumni Relations Representative as requested;
 - 5.8. Record all meeting minutes of general and special meetings; and
 - 5.9. Retain minutes recorded at all meetings.
 - 5.10. Engage auditors for yearly audit and present audited financials at AGM
 - 5.11. Submit annual report to Registrar
6. The Vice President Alumni Relations and Engagement shall:
 - 6.1. Plan, lead, organize and execute a minimum of one (1) alumni event per university semester (i.e. one event in the fall semester and one event in the winter semester);
 - 6.2. Coordinate webpage maintenance, ensuring that new and consistent information is posted regularly by informing the Alumni Relations Representative and the CAA President;
 - 6.3. Post updates to CAA social media sites;

- 6.4. Connect with alumni at events to take note of the changes in their lives as well as informing them of upcoming events, take notes of their ideas and making sure they are on the mailing lists;
- 6.5. Manage all media contacts;
- 6.6. Serve as spokesperson on media interactions that help promote and/or impact the organization, if necessary;
- 6.7. Represent the CAA at internal and external events as required; and
- 6.8. Undertake other duties as required.

Article XI – ELECTIONS

1. To be eligible for nomination to a position on Executive Council, an individual must:
 - 1.1. Be a CAA member;
 - 1.2. Participate in the Nominating Committee Hearing; and
 - 1.3. Receive at least fifty-one percent (51%) of the popular vote, of the voting members of the Executive Council.
2. The Nominating Committee:
 - 2.1. The Committee shall consist of:
 - 2.1.1. The Executive Vice President (Chair);
 - 2.1.2. No more than two (2) members of the Board of Directors; and
 - 2.1.3. Concordia Alumni Relations Representative.
 - 2.2. Will interview interested individuals who would like to join the Executive Council; and
 - 2.3. Will provide a report of their findings to the Executive Council.
3. Election
 - 3.1. The Nominating Committee will provide their report and recommendations on the candidates to the Executive Council;
 - 3.2. The Executive Council (if needed) will have the opportunity to ask the candidate questions;
 - 3.3. Voting procedure is as follows:
 - 3.3.1. The Alumni Relations Representative shall act as the returning officer;
 - 3.3.2. All votes will be cast as a secret ballot;
 - 3.3.3. The method of selection will be with a “yes” or “no” vote on the specific candidate; and
 - 3.3.4. Spoiled and abstained ballots will be included in the total number of votes.
 - 3.4. If the candidate is selected to be a member of the CAA Executive Council, they will be sworn in on July 1.

Article XII – RESIGNATION

1. An Executive Council member may resign by submitting a letter of resignation to the Executive Council through the CAA Executive Vice President. A copy of the letter must be filed through the CAA President, and the letter will be presented to the Executive Council for action.

Article XIII – REMOVAL OF MEMBERSHIP AND REMOVAL OF OFFICERS

1. Should any of the Membership - General, Associate, Officers or Executive - be deemed to have not fulfilled their duties as outlined within these Bylaws, the Executive Council can remove them from office.
2. A special meeting shall be called to investigate the complaint.
3. All voting members must be in attendance, there is to be no absentees.
4. In order for a member, officer or director to be removed, a vote of fifty-one percent (51%) of the other eligible officers must be recorded.

Article XIV – REMUNERATION OF CAA MEMBERS

1. No member, executive or officer of the CAA shall receive any remuneration for his or her services to the CAA; it is strictly a volunteer position.

Article XV – INSPECTION OF BOOKS AND RECORDS

1. All CAA members have the right to inspect books and records.
2. The time and location to inspect the books and records shall be determined by an Executive Council decision that will specify the time and location where the inspection should occur.

Article XVI – FINANCIAL BOOKS AND RECORDS

1. All financial records and documents are to be maintained by the Concordia Business Office at Concordia University College of Alberta.
2. The Concordia Alumni Association will not be using a society seal.

Article XVII – BORROWING POWERS

1. No member, executive or officer of the CAA may borrow money on behalf of the society in any manner without a special resolution from the Executive Council.

Article XVIII – *Branch Societies*

1. As per Section 31 of the Societies Act, Branch societies to serve regional or other interests shall be allowed to be established.
2. Branch Societies shall be granted status by a majority vote of the Executive Council.
3. Branch status shall confer:
 - 3.1. Ability to use the Concordia Alumni Association name in conjunction with their special interest name
 - 3.2. Ability to request funds from the CAA
4. Branches shall not be permitted to hold separate bank accounts or control of funds from the CAA, unless specifically authorized by a majority vote of the CAA.