

BY-LAW 1-2024 OF THE CITY OF WETASKIWIN FAMILY & COMMUNITY SUPPORT SERVICES IN THE PROVINCE OF ALBERTA

BY-LAWS FOR THE TRANSACTION OF THE BUSINESS AND AFFAIRS OF THE CITY OF WETASKIWIN FAMILY & COMMUNITY SUPPORT SERVICES SOCIETY, a non-profit Society incorporated pursuant to the Societies Act of Alberta operating in the City of Wetaskiwin, in the Province of Alberta

WHEREAS the City of Wetaskiwin Family & Community Support Services Society is authorized, by the City of Wetaskiwin pursuant to BYLAW 2034-23, to establish a governing board, and

WHEREAS the City of Wetaskiwin Family & Community Support Services Society desires to establish a governing board to provide for the oversight, establishment, administration, and operation of municipal and community preventive programs and services.

NOW THEREFORE, the City of Wetaskiwin Family & Community Support Services Society enacts as follows:

Bylaw No. 1 of the City of Wetaskiwin Family & Community Support Services Society is hereby repealed in its entirety and is replaced by this bylaw.

## 2. DEFINITIONS

In this Bylaw, the following terms shall have the following meanings:

- 2.1. "Board" or "Wetaskiwin FCSS" shall mean the Wetaskiwin FCSS Governing Board of the City of Wetaskiwin.
- 2.2. "Director" shall mean a duly appointed member of the Wetaskiwin FCSS Governing Board by the City of Wetaskiwin.
- 2.3. "City" shall mean the City of Wetaskiwin, a municipal corporation.
- 2.4. "Council" shall mean the Council of the City of Wetaskiwin.
- 2.5. "FCSS" shall mean Family & Community Support Services.
- 2.6. "Managing Director" shall mean the sole employee of the Wetaskiwin FCSS Governing Board charged with the responsibility to implement the FCSS program on behalf of the City of Wetaskiwin.
- 2.7. "Special Resolution" A resolution passed at a General Meeting of which not less than 21 days' notice specifying the intention to propose the resolution has been duly given, and by a majority of not less than 75% of the votes of those members who, if entitled to do so, vote in person or by proxy or a resolution proposed and passed as a

special resolution at a General Meeting of which less than 21 days' notice has been given, if all the members entitled to attend and vote at that General Meeting so agree or a resolution is consented to in writing by all members who would have been entitled at a General Meeting to vote on the resolution in person, or if proxies are permitted, by proxy.

### 3. MEMBERSHIP

3.1. Membership in the Society shall consist solely of individuals currently serving as duly appointed Directors of the Wetaskiwin FCSS Board of Directors. A person ceases to be a member upon the conclusion, resignation, or termination of their Board appointment. The Society shall maintain a minimum of five (5) members in accordance with the Societies Act of Alberta.

### 4. BOARD OF DIRECTORS

4.1. The Board shall consist of not fewer than five (5) and not more than ten (10) Directors who will be appointed by the Council. A Maximum of two (2) Directors shall be appointed from among Wetaskiwin City Council, and the remainder shall be appointed from among the residents of the city.

4.2. Directors of the Society are appointed by Council. All residents of Wetaskiwin who are 18 years of age, or older, are eligible to apply to be Directors of the Society.

4.3. Any Director upon a majority vote of all members of the Society in good standing may be expelled for any cause which the Society may deem reasonable.

4.4. Each Director's term shall be 3 or 4 years as appointed by Council.

4.5. Directors shall not receive any remuneration.

4.6. Any Director may be removed by a majority vote of not less than 75% of the votes of those members who, if entitled to do so, vote in person or by proxy at a General Meeting of which not less than 21 days' notice has been given to all members. Notice of said General Meeting must be given by email and/or phone to all members entitled to vote.

### 5. MEETINGS

#### 5.1. Regular Board Meetings

Directors will meet at a minimum of three (3) times per year. These meetings shall be to discuss and provide advice and direction on FCSS-related matters.

## 5.2. Special Meetings

Special meetings may be called by the Board Chair at any time of the year and as often as needed. All members will be notified of the Special Meeting by email, phone and text. The quorum at a Special Meeting is 50% plus 1. All members in good standing are eligible to vote at a Special Meeting.

## 5.3. Annual General Meeting

Notice of the AGM shall be posted no less than twenty-one (21) days before the date of the event. Notice shall be given by posting the date, time, and location of the event in at least three (3) public locations. The AGM shall be open to all Members and verified proxies duly appointed by members. Quorum at an AGM shall be 50% plus 1.

## 5.4. Quorum

50% plus 1 of the Board is required for the transaction of business at any meeting of the board.

5.5. The Society shall keep correct and complete records of all minutes from the proceedings of Regular Board and Annual General meetings. All records may be accessed by any member at any reasonable time.

## 6. BOARD OFFICERS

6.1. Once a year the Board shall select amongst itself the following officers:

A. Chair: The Chair is the principal executive office of the Board and shall in general supervise all the affairs and business of Wetaskiwin FCSS. They shall preside at all meetings of the Board and shall sign contracts or other instruments which the Board of Directors has authorized to be executed. The Board Chair may delegate duties as needed.

B. Vice Chair: The Board may appoint or elect a Vice-Chair from among its Directors. The Vice-Chair shall support the Chair in carrying out governance responsibilities and shall assume the duties of the Chair when the Chair is absent or unable to act. The Vice-Chair shall perform such other duties as may be assigned by the Board from time to time.

C. Secretary: Record the minutes of all Board Meetings and distribute them to Board Members prior to the next Board Meeting for approval.

D. Treasurer: Reconcile financial records of the Society for accuracy at a minimum of three (3) times per year.

6.2. Unless authorized at any meeting, no officer shall receive any remuneration for their services.

## 7. FINANCES

7.1. 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 Board, and in no case shall debentures be issued without the sanction of a special resolution of the members.

7.2. The Board may authorize any officer or officers, agent or agents of the Society, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Society. And such authority may be general or confined to specific incidents as authorized by the Board.

7.3. All cheques drafts or orders for payment of money notes or other evidence of indebtedness issued in the name of FCSS and in such a manner that shall be determined from time to time by the Board of Directors shall be signed by two (2) of the following: the Chair, Treasurer, Managing Director, or contracted bookkeepers.

7.4. All funds of the Society shall be deposited in such banks, trust companies or other depositories as the Board may select.

7.5. The fiscal year of the Society shall begin on the 1st day of January and end on the 31st day of December.

7.6. The Society shall keep correct and complete records of all financial transactions and accounts. All books and records may be accessed by any member at any reasonable time.

7.7. The books, accounts, and records of the Society shall be audited at least once each year by a duly qualified accountant/auditor. A complete and proper statement of the standing of the books for the previous year shall be submitted by such an accountant/auditor at the Annual General Meeting.

## 8. BYLAWS

8.1. The Bylaws may only be amended by way of a Special Resolution as passed by the members of the Society.

## 9. CUSTODY AND USE OF SEAL

9.1 If the Society maintains a corporate seal, the seal shall be kept at the Society's registered office or at another location approved by the Board of Directors.

Certified that the above Bylaws were adopted by the Board at the Annual General meeting held on the 9th day of June, 2026.