

GOLDEN AGE SOCIETY
CONSTITUTION 2021-22

1. The name of the Society shall be "GOLDEN AGE SOCIETY".
2. The purpose of the Society is to encourage seniors 55 years of age or older to participate in social and recreational activities in a safe and respectful environment with other seniors.
3. The operations of the Society shall be carried out at 4061A Fourth Avenue in the City of Whitehorse, Yukon.
4. The records of the Society shall be kept at the registered office at 4061A Fourth Avenue in the City of Whitehorse, Yukon.
5. The fiscal year of the Society shall be January 1 to December 31.

BYLAWS

DEFINITIONS

The definitions in the Societies Act and in the Societies Regulations apply to these bylaws. In addition:

Director: means a person elected to serve as a guide or manager of the Society.

Officer: means a member of the executive: President, Vice-president, Treasurer and/or Secretary.

Board of Directors: in accordance with the definitions in the *Societies Act/Regulations*, means the Officers, Directors and the immediate Past President of the society who guide its actions.

Resolution: means a determination or formal expression of opinion or intent.

Motion: means a formal proposal of something urgent or of interest for discussion/debate and consideration. It requires someone to bring it up (move it), a person to "second" it and discussion/debate, then the majority of the membership present to approve or defeat it.

Special Resolution: means a resolution designed for a specific purpose or occasion. It must be approved by a vote of not less than 75 percent of the voting members present at a General Meeting. Members must be given a 21 day notice of the General meeting where the special resolution will be discussed and voted on.

Annual General Meeting: means an annual meeting of the membership, held no later than 120 days after the end of the fiscal year, at which time members are presented with the annual financial statements and where they carry out the election of officers and directors for the coming year.

General Meeting: means a periodic meeting, most often monthly, of the membership to review the general business of the society, including the financial statements

Special Meeting: means a meeting specifically called to consider a special resolution or to discuss an immediate concern.

Member in good standing: means a member who has paid the current annual membership fee.

Honourary Member: means a person who is not a member of the Golden Age Society that has done a great service for the Society, without payment, and that members wish to honour.

Senior: a person who is 55 years of age or older.

MEMBERSHIP

1. Membership in the Golden Age Society is open to any senior and becomes effective upon payment of the annual membership dues.
2. The membership year shall be the fiscal year. The annual membership dues rate shall be determined by the members at the previous Annual General Meeting.
3. Membership dues are payable January 1st of each year.
4. All members of the Golden Age Society are required to pay a membership fee, regardless of age. Those over 80 that have an existing life membership will remain life members.

RIGHTS AND PRIVILEGES OF MEMBERS

1. Each member shall receive a current membership card signed by the President or the Treasurer.
2. There shall be no voting by proxy.

SUSPENSION, WITHDRAWAL OR EXPULSION OF MEMBERS

1. Any member may withdraw from membership by giving notice to the Secretary of the Society.
2. Any member whose conduct is considered detrimental to the Society may be suspended or expelled by a Special Resolution passed at a Board Meeting of the Society.

3. Any dispute relating to the bylaws and any dispute concerning the rights of a member or the powers of a Director or Officer shall be submitted to and decided by mediation and/or arbitration under the *Arbitration Act* of the Yukon.

MEETINGS

Proxy voting shall not be allowed at any meeting of the Society.

1. ANNUAL GENERAL MEETING

- a. The Annual General Meeting shall be held within 120 days of the end of the fiscal year
- b. Notice of the Annual General Meeting shall be given to each member at least 21 days before the meeting. This can be done by posting in the local newspaper or by email. The notice shall specify the place, day and hour of the meeting, and in the case of special business, the general nature of that business.
- c. Each member shall have one vote on each motion presented at a meeting.
- d. Order of Business
 - Approval of Agenda;
 - Approval of Minutes of Last Annual General Meeting;
 - Reports from the President, Treasurer, including a consideration of the Annual Financial Statements and Report of professional accountant, if any, and Secretary;
 - Appointment of professional accountant, if required, for the coming year;
 - New Business, of which notice has been given;
 - Constitution and Bylaws, review;
 - Election of officers/directors for coming year;
 - Adjournment.
- e. The quorum for an Annual General Meeting shall be 25 members in good standing. If the quorum is not present within 30 minutes from the appointed meeting time, those present will be declared a quorum.

2. GENERAL MEETINGS

- a. General meetings shall be held on the third Monday of January, February, March, April, May, September, October and November each year.
- b. Notice of the General Meeting shall be done by posting in the local newspaper or by email. The notice shall specify the place, day and hour of the meeting.
- c. Each member shall have one vote on each motion presented at a meeting.
- d. The quorum of any general meeting shall be 20 members in good standing.
- e. Order of Business for regular monthly General Meetings and monthly Board meetings:
 - Approval of Agenda;
 - Approval of previous meeting's minutes;

Business arising from previous meeting's minutes;
Correspondence;
President's report;
Treasurer's report;
Committee reports;
Unfinished business from previous meetings;
Constitution and By-laws review;
New Business;
General Discussion for the good of the Society;
Adjournment.

3. SPECIAL MEETINGS

- a. Special Meetings are held as required.
- b. Notice shall be given to each member, within a time that is at the discretion of the Board of Directors. The Board of Directors shall be directly contacted by the President.
- c. Notice of the Special Meeting shall be done by email. The notice shall specify the place, day and hour of the meeting.
- d. Each member shall have one vote on each motion presented at a meeting.
- e. The quorum of any general meeting shall be 20 members in good standing.

4. BOARD MEETINGS

Board of Directors' meetings shall be held once a month except for July and August, or as required, for the routine business of the Society.

At meetings of the Board of Directors, or the Officers, the president and each officer and each director shall have 1 vote.

- a. At meetings of the Board of Directors all questions arising shall be decided by a majority vote of all members present. In case of an equality of votes, the motion shall be declared defeated and the chairperson shall not have the deciding vote.
- b. No resolution proposed at a meeting of Directors needs to be seconded and the chairperson of a meeting may move or propose a resolution.
- c. The quorum of any Board meeting shall be 60 percent of the Board of Directors, which shall include at least 2 Officers.

5. NOMINATIONS AND ELECTIONS

- a. A nominating committee, appointed by the Board of Directors, shall contact members in good standing and invite them to participate as an officer or director of the Society.
- b. The nominating committee shall present a slate of nominees at the Annual General Meeting.
- c. Nominations may also be made from the floor at the Annual General Meeting.

- d. Any nominee who accepts nomination but cannot attend the Annual General Meeting must provide a letter to the membership stating his/her willingness to serve as an officer or director of the Society.
- e. Separate elections shall be held for each office to be filled.
- f. An election shall be by secret ballot. The person receiving a majority of votes shall be declared elected. All ballots will be destroyed.

6. OFFICERS AND OTHER DIRECTORS

- a. The Officers elected at the Annual General Meeting shall be: President, Vice-President, Treasurer and Secretary. The President shall be elected first.
- b. The number of directors elected shall be equal to the number of officers or a greater number determined from time to time at a general meeting of the Society.
- c. There shall be 6 directors on the Board of Directors. Each officer and director shall serve for 2 years. To allow for continuity, only 3 directors and 2 officers will be elected each year.
- d. The new Board of Directors shall assume office upon adjournment of the Annual General Meeting.
- e. The immediate Past President shall continue to serve as a member of the Board of Directors with full voting privileges.
- f. If a vacancy occurs or has not been filled after the election the Board of Directors may appoint a member to fill the vacancy until the next Annual General Meeting.
- g. A member of the Board of Directors who misses 3 consecutive meetings without just cause may be dismissed by a vote of the remaining Board of Directors members.
- h. Members may, by special resolution, remove a director before the expiration of the director's term of office and may appoint a successor to complete the term of office.
- i. No officer or director shall receive any remuneration, or profit in any way from their position.

7. DUTIES OF OFFICERS AND OTHER DIRECTORS

- 1. The president shall be responsible for the general conduct of the Society, chairing Board, Annual, Special and General Meetings, supervising the other officers and committees and representing the Society before all bodies.
- 2. The vice-president shall assist the president and preside in his/her absence.
- 3. The secretary shall:
 - i. conduct the correspondence of the Society;
 - ii. issue notices of meetings of the society and directors;
 - iii. prepare the agendas of meetings, in consultation with the president;
 - iv. keep minutes of all meetings;
 - v. have custody of all records and documents of the society except those required to be kept by the treasurer;
 - vi. maintain the register of members as per Section 22(1) of the *Societies Act*.
- 4. The treasurer shall:

- i. keep the financial records, including books of accounts
 - ii. render financial statements, consisting of a balance sheet and statement of revenue and expenses, to the directors, members and others when required, including to the Registrar of Societies, as soon as possible after Annual Financial Statements are prepared and presented at the Annual General Meeting.
5. There shall be 4 Officers' signatures on file at the bank.
 6. Each cheque prepared shall require 2 of these signatures.
 7. The Golden Age Society is a Category B Society.
 8. The directors, as members of the Board of Directors, will make decisions and be prepared to serve on committees.
 9. The Board of Directors shall have final approval of all grant applications.
 10. The Society may choose to hire an Office Manager who may perform any duties requested by the Board of Directors, but requests must come from the President.

8. APPOINTMENT OF PROFESSIONAL ACCOUNTANT AND FILING OF FINANCIAL STATEMENTS

1. The financial statements of a Category B society must be reviewed and signed by a professional accountant who is appointed by the Board of Directors, prior to being presented at the Annual General Meeting, unless the requirement for review has been waived by special resolution of the members at an annual, special or general meeting held during the 12 months preceding the Annual General Meeting.
2. A professional accountant may be removed by ordinary resolution.
3. No Officer, Director or employee of the Society shall act as a Professional Accountant.
4. Financial statements shall be presented to the members at the Annual General Meeting and, within 30 days of the AGM be filed with the Registrar of Societies.

9. EXAMINATION OF SOCIETY RECORDS

- a. Any member of the Society may request to review minutes of meetings, financial records or other documents. The review will be arranged at a time that is convenient for the Office Manager or members of the Board of Directors and must be performed at the Golden Age Centre.

10. CHANGES TO BY-LAWS

- a. The Society may amend its bylaws by passing a special resolution at an Annual General Meeting, Special, or General Meeting but the change is not effective until filed with and approved by the Registrar of Societies.
- b. The special resolution to change the Bylaws must be approved by a vote of 75% of the members present at the Annual General Meeting, Special or General Meeting.

11. OWNERSHIP OF REAL PROPERTY

The Society may own, lease, maintain, acquire or purchase land and buildings in and about the City of Whitehorse and use the whole or part thereof as a Seniors Centre and may lease any part of this property to other organizations.

12. REGISTRAR MAY REQUIRE AUDITED FINANCIAL STATEMENTS

- a. Where the registrar believes on reasonable grounds that the financial statements of a society do not properly represent the financial transactions or standing of the society, the registrar may order the society to have its financial statements audited by a professional accountant and filed with the registrar.
- b. The society shall pay the cost of an audit ordered by the registrar.

13. BORROWING POWERS

1. In order to carry out the purpose of the society, the Board of Directors may, on behalf of and in the name of the society, raise or secure payment or repayment of money in the manner they decide which may include the issuance of a debenture.
2. No debentures shall be issued unless authorized by special resolution.
3. Members may, by special resolution, restrict the borrowing powers of the directors.

14. SEAL

- a. The Golden Age Society does not have a seal.

15. DISSOLUTION AND DISTRIBUTION OF ASSETS

- a. Upon dissolution of the Society, any assets shall be donated to a Yukon registered, non-profit society with objectives similar to the Golden Age Society, as determined by a special resolution.