

Christian Immigration Society

BY-LAWS

1. NAME

The name of the Society is the CHRISTIAN IMMIGRATION SOCIETY.

2. BASIS

The basis of the Society is the Holy Bible, the only and infallible Word of God.

3. INTERPRETATION

Words and expressions used in the by-laws shall, except where the context otherwise requires, have the same meaning as given them in the Societies Act. Where reference is made to the “Board”, it shall be deemed to mean “Board of Directors”.

4. MEMBERSHIP

- a) Every person above the age of eighteen, who is a resident of Alberta, may apply for membership in the Society and shall become a member upon approval by the Board of a written application for membership.
- b) Each member, who is also a member of a Christian Church that subscribes to article 2 of these By-Laws and confesses the Apostolic Creeds as explained by the Heidelberg Catechism, and who is above the age of 18 years shall have the right to vote on any matter that may come before any meeting of the Society.
- c) All members shall be obliged to observe the by-laws of the Society, and all properly passed resolutions of the Board or a general meeting.

5. WITHDRAWAL OF MEMBERS

- a) Any member may withdraw from the Society by one month’s notice in writing given or mailed to the secretary.
- b) Anyone shall cease to be a member:
 - i) Who is guilty of dishonorable conduct or
 - ii) Whose membership is canceled by the Board for non-payment of dues or
 - iii) Who willfully refuses to observe the by-laws and resolutions of the general meetings of the Society.
- c) Any disqualified member may re-apply for re-admission to membership as soon as his disqualification ceases.
- d) The Board may impose, determine the amount of, vary, discontinue, or cancel an application and/or membership fees payable by each member and the time, place and manner of payment of such fees.
- e) The Board may, with or without such notice as it may consider proper, cancel the membership of any member whose dues are in arrears.

6. MEETINGS

- a) The Society shall hold an annual meeting on or before the last day of April in each year.
- b) In addition to any other business which may come before such meeting, it shall consider and deal with the report of the Board, the financial statement, the report of the auditors and shall elect directors as hereinafter provided.
- c) Special and other meetings of the Society may be called at any time and from time to time by the secretary upon instruction of the president or the secretary upon receipt of a petition signed by twenty members in good standing. Such petition and a notice of a meeting called as a result of such petition shall state the reason for calling such meeting.

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- d) Ten days' notice of any annual or other general meeting shall be sent to each member at his address shown on the register of members. Such notice shall be sent by mail. Unintentional omission of the sending of notice shall not invalidate the proceedings of any general meeting.
- e) A quorum at any annual or general meeting shall consist of twenty members present who have the right to vote.
- f) Voting shall be in person or by proxy. Each member in good standing shall, subject however to the provisions of article 4C), have one vote, but the person acting as chairman of any annual or other general meeting, shall in the event of an equality of votes, (have a second) or casting vote in addition to his ordinary vote as a member.

7. BOARD OF DIRECTORS AND OFFICERS

- a) At each annual meeting three directors shall be elected, each for a three-year term, to replace the three whose term expires. Only those members of the Society who are eligible to vote at Society meetings as per the criteria in Article 4(b) are eligible to be elected to the Board of Directors.
- b) Any vacancy in the Board occurring between annual meetings, may be filled by a resolution of the continuing members of the Board and the person named to fill the vacancy shall hold office for the remainder of the term.
- c) For the purpose of filling vacancies, as aforesaid, a quorum of a meeting of the Board shall consist of not less than two-thirds of the continuing directors otherwise a quorum of the Board shall consist of five members.
- d) A resolution signed by all the directors shall be as binding and effective as a resolution passed by a properly convened meeting of the Board.
- e) In the event of any equality of votes at any meeting of the Board, the president or the one presiding shall have a second or casting vote in addition to his ordinary vote as a director.
- f) Officers: Immediately following or within not more than fourteen days after each annual meeting, the Board shall meet and shall elect from among themselves a president, a vice-president, a secretary, and a treasurer, each of whom shall hold office until his successor is elected.
- g) If any members of the Board shall resign his office, or without reasonable excuse absent himself from three or more board meetings or ceased to be a member of the Society, the Board shall declare his office vacated and may appoint a successor in his place as herein otherwise provided.
- h) President: The president shall be ex-officio, a member of any committee and shall preside at all meetings of the Society and of the Board
- i) Vice-President: The vice-president shall, in the absence of the president, preside at all meetings of the Society and of the Board; in the absence of the president and the vice-president, a chairman of the meeting shall be elected by the meeting.
- j) Secretary: The secretary shall keep accurate minutes of the meetings and shall ensure that the following matters are attended to: correspondence of the Society and of the Board is completed; a record of the names and addresses of all members of the Society is kept; notice of Board and Annual General meetings are sent as required.
- k) Treasurer: The Treasurer shall ensure the financial affairs and records of the Society are performed and maintained in proper order and shall present financial reports at Board and Annual General Meetings.
- l) The Board may employ and pay a business manager for the Society on such terms as the Board may from time-to-time resolve. The business manager shall not be a member of the Board. In addition to the business manager, the Board may from time to time, in the same manner employ such other staff as deemed necessary.

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- m) The duties of any of the officers may be curtailed, extended, or otherwise varied by resolutions of the Board.
- n) The affairs of the Society shall be managed by the Board, who may delegate any of their powers to committees of such members of the Board as they see fit.
- o) The Board shall not buy, option, agree to buy or encumber or charge any real estate or interest therein, without the approval of a resolution of the Society and shall not issue or cause to be issued on behalf of the Society, any debenture unless the same be approved by an extraordinary resolution of the Society as provided by Section 18 of the Societies Act.
- p) Board meetings shall be formally called by the president, or vice-president, or by the secretary. Notice of the Board meetings shall be given to each director at his address no later than two days before the meeting is to take place. Upon request of any three board members, the president is obliged to call a Board meeting.

8. AUDITING

A duly qualified accountant shall audit the books, accounts, and records of the Treasurer at least once each year. Such auditor at any annual meeting of the Society shall submit a complete and proper statement of the standing of the books for the previous year.

9. SEAL

The seal of the Society shall remain under the control of the Board and in custody of such person as the Board may name and shall, whenever used, be authenticated by the signature of such member or members of the Board as the Board may from time-to-time resolve.

10. BY-LAWS

The by-laws shall not be rescinded, altered, or added to, except by an "Extraordinary Resolution".

- a) Extraordinary Resolution means a resolution passed by a majority of not less than three-fourths of such members entitled to vote as are present in person at a general meeting of which two weeks' notice, specifying the intention to propose the resolution as an extraordinary resolution, has been duly given.

11. MINUTES, BOOKS AND RECORDS

The minutes of the meetings of the Society and of the Board shall be prepared by or under the supervision of the Secretary and the said minutes, as well as the other records of the Society, shall be kept in the custody of any director or of the business manager.

12. INSPECTION OF BOOKS AND RECORDS

The books and records of the Society may be inspected by such members and at such times and places as the Board may authorize.

In case of dissolution of the Society, the properties and monies belonging to the Society shall be donated, after liquidation, to such cause or causes as the Society may determine prior to cancellation of the incorporation of the Society.