

**CONSTITUTION AND BY-LAWS  
OF THE  
BUSINESS AND PROFESSIONAL WOMEN’S CLUB OF CALGARY  
(The Club)**

**ARTICLE I                    NAME**

The name of the organization shall be the “Business and Professional Women’s Club of Calgary”.

**ARTICLE II                    OBJECTIVES**

Section 1            To improve the economic, employment and social conditions of women in business, industry and the professions, locally, nationally, and internationally, through education and training.

Section 2            To discover and develop those qualities in our members which will enable them to take their full share in public life and stimulate interest in government affairs at all levels.

Section 3            To provide a non-partisan, non-sectarian basis for cooperation.

Section 4            To promote the aims and objectives of The Canadian Federation of Business and Professional Women’s Clubs (BPW Canada) and to co-operate in its projects and activities.

**ARTICLE III                    MEMBERSHIP**

Membership in the Club shall be limited to business and professional women with unlimited membership.

Section 1            Application for membership may be made at any time on the application form provided by the Club.

Section 2            Candidates must have attended one regular meeting of the Club prior to submitting application for membership.

Section 3            There shall be four classes of membership in the Club, namely: Active, Associate, Honorary and Student.

An ACTIVE member shall be one who is actively engaged in remunerative occupation as a business of professional woman at the time of acceptance to the membership.

An ASSOCIATE member shall be one who is not engaged in remunerative occupation.

An HONORARY member is a person of special merit who is voted Honorary Member by the Club. The Club assumes payment of fees on her behalf to Canadian Federation, Provincial Organization and International Federation. She is not entitled to hold office, have a vote in matters at any level, or hold delegate status at Convention or the Annual General Meeting.

A STUDENT member is a person enrolled in 60% of full time or more study at a post-secondary educational institution.

Section 4 At least 75% of the total membership of the Club shall be actively engaged in remunerative occupation.

Section 5 All Active and Associate members shall enjoy the full privileges of the Club.

Only Active and Associate members shall have the right to vote.

Only Active and Associate members shall be eligible to serve as officers of the Club or as delegates, alternates or proxies at Conventions or Conferences.

#### **ARTICLE IV FEES**

Section 1 The annual fees shall be an amount set by the Club from time to time and shall include the International Federation fee assessments, the Canadian Federation fee assessments, the Provincial Organization fee assessments, and amounts required for Club operating expenses.

Section 2 An initiation fee in an amount as set from time to time by the Club and shall be payable by every member on joining the Club.

Section 3 Fees shall be due and payable on May 1 of each year. New members admitted at any time between May 1 and December 31, inclusive, shall pay the full annual fee; from January 1 to April 30, inclusive, new members shall pay a reduced fee.

Section 4 On May 1 annually, the Club shall remit required fees for International Federation and Canadian Federation to the Canadian Federation office, together with an alphabetical list of the names and addresses of the Club members for whom the fees are being remitted. The Club shall remit to Head Office membership information and fees for members who are admitted to or who renew membership on forms as prescribed by the Canadian Federation.

Section 5 On May 1 annually, the Club shall remit required fees to the Provincial Organization, together with an alphabetical list of names and addresses of the Club members for who the fees are being remitted. The Club shall remit membership information and fees for members who are admitted to or who renew membership on forms as prescribed by the Provincial Organization.

#### **ARTICLE V FISCAL YEAR**

The fiscal year of the Club shall be from July 1 to June 30. The membership year shall be from May 1 to April 30.

#### **ARTICLE VI EXECUTIVE COMMITTEE**

Section 1 The officers of the Club shall be the President, Immediate Past President, Vice President(s), Recording Secretary, and Treasurer.

Section 2 The officers shall constitute the Executive Committee.

## ARTICLE VII DUTIES OF OFFICERS

- Section 1 The duties of officers shall be such as are implied by their respective titles and such as are specified in these By-Laws.
- Section 2 The PRESIDENT shall preside at all meetings of the Club and the Executive Committee. She shall be an ex-officio member of all committees. She shall serve as one of the signing officers on all legal documents and cheques.
- Section 3 The IMMEDIATE PAST PRESIDENT shall act in an advisory capacity at meetings of the Executive Committee and to the President.
- Section 4 The FIRST VICE PRESIDENT shall perform the duties of the President in her absence and may serve as Chair of one or more of the Standing Committees.
- Section 5 The VICE PRESIDENT OF MEMBERSHIP shall promote the objectives of the Club, to improve the membership of the Club, to investigate applications for membership and to recommend approval to the Executive Committee. It shall also be the duty of the Vice President of Membership to keep a roster of the names, addresses, and occupations of all members and to forward to the Canadian Federation and the Provincial Organization information as required regarding membership.
- Section 6 The VICE PRESIDENT OF COMMUNICATION shall promote the objectives of the Club, to improve communication through the production and distribution of a regular newsletter to the members and to advance knowledge of the objectives, programs, and projects of the Club through every information channel available.
- Section 7 The RECORDING SECRETARY shall keep a record of all meetings of the Club and of the Executive Committee and shall maintain a permanent file of all minutes of the Club meetings. Immediately following the Annual General Meeting she shall forward to Canadian Federation Head Office the names and addresses of the Executive Committee members for the next year and shall conduct such other correspondence as instructed by the Executive Committee during her term of office.
- Section 8 The TREASURER shall receive and deposit all monies on behalf of the Club. She shall pay all bills upon authorization by two members of the Executive Committee in the form of dual signatures on each cheque. She shall keep an itemized record in a permanent file of all receipts and expenditures and shall give a written report of the same at each business meeting. She shall turn over to her successor, within one month of vacating office, all books, records and papers in good order. She shall have the books and records audited and the financial reports certified for the September Business Meeting. She shall present an annual budget to the membership for approval in September of each year and shall seek approval from the members for any expenditure for special events and seminars which shall be approved by the Executive Committee.

Section 9 It shall be the duty of the EXECUTIVE COMMITTEE to consider the affairs of the Club in accordance with the Constitution, By-Laws, and policies laid down by the Club and to report to the Club all matters of interest.

## **ARTICLE VIII COMMITTEES**

Section 1 There shall be the following Standing Committees, each consisting of at least two members:

Section 3 It shall be the duty of the PROGRAM AND EVENTS COMMITTEE to provide programs for the meetings, to arrange for speakers and other resources for these programs, and to arrange for facilities for meetings.

Section 4 It shall be the duty of the COMMUNICATIONS COMMITTEE to produce and distribute a regular newsletter to the members and to extend knowledge of the objectives, programs, and projects of the Club through every information channel available.

Section 6 It shall be the duty of the MENTORING COMMITTEE to inform membership of the Club's Mentoring Program and coordinate its implementation.

Section 7 A Club representatives shall be named for each of the Canadian Federation Standing Committees in order to have the necessary club contact to coordinate the work of the Canadian Federation and the Provincial Organization.

Section 8 Special Committees may be set up by the Executive Committee or the Club as the need arises and when the purposes for such committees have been accomplished, the committees shall be dissolved.

## **ARTICLE IX NOMINATIONS AND ELECTIONS**

Section 1 Officers shall be elected by ballot at the Annual Membership Business Meeting and shall continue in office for a term of twenty four (24) months beginning July 1 and ending June 30.

Following election, officers may be installed at the June meeting or at meeting following to take effect July 1. The existing officers shall stay in office until after the installation or June 30, whichever date is later.

Section 2 No member shall hold the same office for more than two consecutive terms; twenty four months being a term in determining eligibility for re-election.

Section 3 The Chair of the Nominating Committee may, prior to the regular meeting in March, select two Club members who are not members of the Executive Committee to serve as members of the Nominating Committee.

Section 4 The NOMINATING COMMITTEE may notify all Club members in writing, at least one month prior to the Annual Membership Business Meeting, of the offices open for nomination and shall invite nominations.

- Section 5 The NOMINATING COMMITTEE may forward to each Club member a list of eligible nominees who have consented to stand for office, at least fourteen days before the Annual Membership Business Meeting.
- Section 6 The Chair of the Nominating Committee may present nominees for office at the Annual Membership Business Meeting, call for further nominations from the floor and shall conduct elections.
- Section 7 The candidate receiving the majority of votes cast shall be declared elected.
- Section 8 Any vacancies in office may be filled for the unexpired term by the Executive Committee.

**ARTICLE X MEETINGS**

- Section 1 Regular meetings shall be held at least once a month from September to June.
- Section 2 Special meetings may be called by the President or by any five members provided, the entire membership has been notified of the date and place for such meeting. The notice for a special meeting must state the business to be transacted and no business shall be transacted except that stated in the notice for the meeting.
- Section 3 Meetings of the Executive Committee shall be called by the President. Any three members of the Executive Committee may call a meeting. If possible, a special meeting should be devoted to help new officers understand their role in relation to the work of the Club.
- Section 4 The Annual General Meeting of the Club shall be in September of each year.
- Section 5 One-third of the members of the Club shall constitute a quorum at any regular meeting and one-half of the members shall constitute a quorum at any special meeting. Five members of the Executive Committee shall constitute a quorum of that body.

**ARTICLE XI VOTING BODY**

Only Active and Associate members in good standing shall vote.

**ARTICLE XII AMENDMENTS**

- Section 1 By-Laws may be made, amended or repealed at the Annual General Meeting or any regular or special meeting of members by a two-thirds vote of the paid-up members present provided Notice of Motion has been sent to all members not less than fourteen days before that meeting .
- Section 2 Notwithstanding Section 1 hereof, By-Laws may be made, amended or repealed at the Annual General Meeting or any regular or special meeting without Notice of Motion provided the vote is unanimous.

**ARTICLE XIII            RULES OF PROCEDURE**

Section 1            On procedural matters, J.G. Bourinot's Rules of Order shall be followed.

Section 2            The Constitution, By-Laws and Regulations of the Canadian Federation of Business and Professional Women's Club shall have precedence over any clauses in these By-Laws where there seems to be any conflict.

**ARTICLE XIV            AUDITORS**

Section 1            A Member(s) of the Club, currently not a member of the Executive, shall be appointed by the Executive to act as Auditor (s).

Section 2            The Auditor shall review the accounts of the Treasurer, and ratify the financial report for presentation at the September Annual General Meeting.

These By-Laws were adopted and approved at the Annual Meeting of the Business and Professional Women's Club of Calgary on September 14, 2011 <insert date>.

Several articles of The By-Laws were further amended and adopted at the Annual General Meeting of the Business and Professional Women's Club of Calgary on <insert date>

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary

These By-Laws have been approved on behalf of the Canadian Federation of Business And Professional Women's Clubs on \_\_\_\_\_, 20 \_\_\_\_.

\_\_\_\_\_  
CFBPWC Resolutions & By-Laws Chair