

CANADIAN PROGRESS CLUB CALGARY

BY - LAWS

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CANADIAN PROGRESS CLUB CALGARY

ARTICLE I – MEMBERSHIP.

Section 1.

Applicants for membership in Canadian Progress Club Calgary shall not be barred from membership or discriminated against for reasons of race, national origin, colour, religion or political beliefs.

Section 2.

There shall be two classes of membership:

- (1) Active; (2) Honorary.

Section 3.

The active membership of the Club shall consist of men actively engaged as owner or executives of business, in professional callings, or retired therefrom.

Section 4.

Active membership shall be limited to fifty (50) members not more than three (3) of whom are simultaneously engaged in the same kind of business or profession, and in determining the classification of an applicant for active membership the test shall be that the applicant devotes at least sixty per cent (60%) of his time to the pursuit of the business or profession under which he applies to be classified. A retired member shall not hold a classification.

Section 5.

Such classification shall be in accordance with lists supplied by the Canadian Progress Club (National).

Section 6.

Any member of this Club who changes his business or profession to one for which no classification is open may be placed on a reserve list of members by a majority vote of the Board of Directors and be entitled to all the privileges of active membership for the period during which he is on the said list, provided that such reserve member shall be restored to active membership as soon as a vacancy occurs in the classification for his new business or profession.

Section 7.

The Board of Directors may nominate for honorary membership for a specified term any person they deem worthy and any person so nominated may be elected after due notice, at a regular meeting of the Club, by a two-thirds majority vote of the members present.

Section 8.

In the event of a member of an affiliated Club desiring to transfer his membership to this Club, he must observe the following conditions:

- (a) That he shall first receive the consent of his Club to the proposed transfer,
- (b) That he shall apply in writing to the Secretary of this Club for approval of his transfer,
- (c) That his application for transfer shall be dealt with in the same manner as any new application as set out in Article II.

Section 9.

A member who is desirous of giving up membership in the Club may do so by giving notice in writing of his intention to withdraw, such notice to be addressed to the Secretary of the Club. The Secretary shall read said letter at the next regularly scheduled meeting and duly record same in the minutes of the said meeting.

ARTICLE II – ADMISSION TO ACTIVE OR ASSOCIATE MEMBERSHIP.

Section 1.

All applications for membership shall be submitted to a committee appointed by the Board of Directors, and, if approved, shall be published in the next following weekly bulletin.

Section 2.

If no objection in writing is filed with the Secretary within five (5) days of the issue of the said bulletin, the applications shall be deemed accepted by the Board.

ARTICLE III – FEES AND DUES.

Section 1.

There shall be an initiation fee of \$30.00 which shall be deposited with the Canadian Progress Club Calgary with each new application for membership.

Section 2.

Members shall each pay annual dues at the rate of Thirty (\$30.00) Dollars per annum in two instalments of Fifteen (\$15.00) Dollars each payable six months in advance on the first days of May and November in each year. A NEW Member joining the Club in the last three (3) months of either six (6) month period shall pay only Ten (\$10.00) Dollars dues for that period.

Section 3.

Honorary Members shall not pay dues.

The Board of Directors shall each year, and from time to time as occasion may arise, on the recommendation of the Finance and of the Charitable and Educational Committees of the Club, or

otherwise, decide what portion of the fees received shall be allotted for the Charitable and Educational objects of the Club.

ARTICLE IV – PENALTIES AND EXPULSIONS.

Section 1.

Any member being sixty (60) days in arrears in the payment of dues shall automatically stand suspended. Such member may be re-instated by a majority vote of the Board of Directors. In case such member be not so reinstated within thirty (30) days by a majority vote of the Board of Directors. In case such member shall not be reinstated within thirty (30) days, he shall be automatically dropped from membership, subject to the discretion of the Board of Directors.

Section 2.

Any member who shall be absent from four (4) consecutive meetings without proper excuse shall be suspended. Such member may be reinstated within thirty (30) days by a majority vote of the Board of Directors. In case such member shall not be reinstated within thirty (30) days, he shall be automatically dropped from membership.

Section 3.

Any member of this Club charged by another member with conduct unbecoming a member of the Canadian Progress Club, and found guilty by a majority of the Board of Directors, at a meeting specially called, of which the member so charged shall have received five (5) days' notice; (such notice shall specify the charge or charges made, give notice of the time and place of meetings of the Board of Directors at which the charge or charges shall be considered and extend to such member an opportunity to present himself, with any witnesses, to refute such charge or charges or will be disposed of in his absence) shall be expelled from membership if three fourths (3/4ths) of the Board of Directors vote in favour of the expulsion.

Such person shall have the right of appeal within thirty (30) days, to the members of the Club at any meeting of the Club, provided eight (8) days' Notice of such an appeal shall have been given to the members.

ARTICLE V – ELECTIONS AND APPOINTMENTS.

Section 1.

The Officers of the Club shall be President, Immediate Past President, Secretary and Treasurer.

Section 2.

The duties of the officers shall be such as are usually performed in each case.

Section 3.

- (a) The Board of Directors shall consist of the Chairmen of the standing committees, and the immediate Past President, who shall be a member ex-officio, together with the elected President, Secretary and Treasurer. Seven (7) Board members shall constitute a quorum at any meeting of the Directors.
- (b) The President and Directors (one-half of said Directors shall serve for a term of one year and the balance for a term of two years) shall be elected at each annual meeting, at which time the required number of directors will be elected to fully constitute the Board. In the event of a vacancy occurring in any office, or in the Board of Directors during the ensuing year, the Board of Directors shall have the power to fill such vacancy from among the members of the club.
- (c) Immediately following the election of the President and Directors at the annual meeting, the incoming Directors, President and Immediate Past President shall retire and elect from among their number a Secretary and Treasurer. However, at the discretion of the Board, the Secretary and Treasurer may be elected by them from among the active members of the Club, and when so elected shall be ex-officio a member of the Board.
- (d) The Board of Directors may appoint such other officers as they from time to time deem advisable and shall prescribe their respective duties and fix their remuneration, if any.
- (e) All election of President and Directors shall be held by secret ballot.

ARTICLE VI – STANDING COMMITTEES.

Section 1.

There shall be the following standing committees: House, Speakers and Program, Ways and Means, Entertainment, Roster and By-Laws, Bulletin, Welfare and Fellowship, Attendance, Membership, Charitable, Publicity and any others that may be found necessary.

Section 2.

Each Committee shall have a Chairman who shall be a Director. Each Committee shall have members appointed by the President and the number of members on each Committee shall be consistent with the needs and requirements of the said Committee. The term of each Committee shall expire with the Club year or after the expiration of two (2) years in the event that the Director of said Committee has been elected for a period of two (2) years, or at the pleasure of the Board of Directors.

Section 3.

The duties of each committee shall be those defined, from time to time, by the Board of Directors.

ARTICLE VII – FISCAL YEAR.

The fiscal year shall end on the last day of April in each year.

ARTICLE VIII – MEETINGS.

Section 1.

A Meeting shall be held each week on the day and at the place and hour selected by the Board of Directors. Such meetings shall not be more than one (1) hour and thirty (30) minutes in duration. The Club or Board of Directors may, by resolution, dispense with any meetings.

Section 2.

The annual meeting of the Club shall be the second meeting in May in each year, at the time and place to be decided by the Board of Directors, and at that time the election by ballot of President and Directors shall be held.

Section 3.

The installation of Officers shall take place at the third meeting in May of each year.

Section 4.

There shall be separate nomination for the office of President and Directors respectively, and a separate ballot shall be cast for each. The nominating committee shall make and receive nomination for at least two candidates for President. At least two more than the required number of candidates shall be nominated to fill the vacancies on the Board of Directors.

Section 5.

A special meeting of the Club may be called by the Board of Directors for the consideration of any matter and a notice of same must be given to each and every member at least one (1) week prior to said meeting and shall state time, place and purpose of the meeting.

Section 6.

If at any meeting duly called there are fifteen (15) or more members who are eligible to vote on the business to be transacted then such as are present shall constitute a quorum and the meeting may proceed.

Section 7.

At a meeting requiring a vote, any member present shall have the right to so vote provided: (a) his fees are not in default; (b) he has not given notice in writing prior to the meeting of intention to withdraw his membership; (c) he shall not have been suspended from membership at the time of the meeting.

ARTICLE IX – NOTICES.

Section 1.

At least one (1) week's notice shall be given to each and every member of any matter where a vote of the Club members is necessary.

Section 2.

Notice may be given to any member by notice in writing enclosed in an envelope addressed to a member at the last address of such member in the records of the Club, ordinary postage prepaid, or by publishing such notice in the official bulletin of the Club.

ARTICLE X – CONTRACTS AND BANKING.

Section 1.

All contracts, deeds or engagements entered into on behalf of the Club shall be duly authorized at a meeting of the Board of Directors:

- (a) Provided, save as otherwise specifically provided by by-law that a contract or engagement involving on behalf of the Club, an expenditure or obligation of \$300.00 or more shall not be entered into by the Board of Directors unless notice of same has been first given to all members of the Club and the said contract or engagement has been approved by two-thirds of the members present at the next following regular meeting of the club.
- (b) All the funds and securities of the Club shall be deposited in the name of the Club, in such Chartered Bank, Banks or Trust Companies as the Board of Directors may direct, but such funds and securities shall be paid out or disposed of only under the direction of the Board of Directors. All cheques, drafts, notes, or orders for the payment of monies shall be signed by any two (2) of the following: President, Secretary, Treasurer, or other officers appointed by the Directors therefor.

ARTICLE XI – BORROWING POWERS.

The Canadian Progress Club Calgary shall exercise only such borrowing powers as are authorized by a majority vote of the Board of Directors.

ARTICLE XII – AUDIT OF ACCOUNTS.

Section 1.

- (a) Two auditors shall be appointed by resolution at the Annual General Meeting for a period of one (1) year at a remuneration of One (\$1.00) Dollar or such other remuneration as the Board of Directors may from time to time determine.
- (b) The auditors shall make an Annual Report upon the balance sheet and accounts to the members at the Annual General Meeting, and in every such report they shall state whether, in their opinion, the balance sheet is a full and fair balance sheet and properly drawn so as to exhibit a true and correct view of the state of the Corporation's affairs.
- (c) Such balance sheet and Auditor's Report, shall as soon as possible following the end of the Corporation's fiscal year, be forwarded to the President and published in the next succeeding bulletin thereof.

ARTICLE XIII – COPORATE SEAL.

The seal of this corporation, specimen of which is imprinted on the margin hereof, shall be authenticated by any two of the following: President, Secretary, Treasurer, or other officers appointed by the Directors thereof. The seal shall at all times be kept in the custody of the Secretary of this Corporation.

ARTICLE XIV – BOOKS AND RECORDS.

Section 1.

The Secretary of this Corporation shall prepare and keep all Minutes of proceedings of Meetings, whether regular, general or special, of the Society and of the Directors, and other books and records of the Society.

Section 2.

The books and records of this Corporation may be inspected by any and all members in good standing at the Annual General Meeting or at any other time upon five (5) days notice given in writing to the Board of Directors hereof.

ARTICLE XV – POLITICS BARRED.

This organization shall not be used in any way for political purposes. This shall be taken to mean that this Club, as an organization shall not be used for the political advantage of any person or party.

ARTICLE XVI – ENDORSEMENT OF LEGISLATION.

The Club shall have the right, and it shall be its duty from time to time to endorse or oppose, as the case may be, measures which are under the consideration of any governing body of the Municipality, Province or Dominion.

ARTICLE XVII – AMENDMENTS.

These By-Laws may not be rescinded, altered or added to except by a majority of note less than three fourths (3/4ths) of such members entitled to vote as are present at a general meeting of which notice specifying the intention to propose the resolution as an extraordinary resolution has been duly given.

ARTICLE XVIII – RATIFICATION.

These By-Laws and all amendments or additions shall not be effective unless approved by the National Board of the CANADIAN PROGRESS CLUB, and until registered by the Registrar of Joint Stock Companies.

Enacted by the Board of Directors.

Ratified and Confirmed by Members.

Approved by Canadian Progress Club (National) (hand written: *this 23rd day of June, 1963.*)

CHARTER MEMBERS

S. Barrie Ragbie, Sales Manager

Charles Mendelman, Manager

Robert F. Cunningham, Consulting Engineer

James S. Muir, Resident Field Engineer

Gordon F. Davis, Insurance Agent

Roy Olberg, Chartered Life Underwriter

D. Roy Day, District Manager

William P. Ouellet, Manager

William F. Duncan, Realtor

Leslie R. Perkinson, Sales Manager

Mervin C. Glover, Accountant

Richard M. Proctor, Solicitor

Charles H Goodman, Manager

William Ivan D. Smith, Clergyman

Jack I. Gow, Executive

Melville E. Sumner, Executive

T. G. Hamilton, Manufacturers Agent

Robert W. Thompson, Bank Manager

James H. Head, Insurance Broker

Donald M. Walper, Salesman

James F. MacArthur, Executive

Donald R. Whalen, President

Donald W. McKee, Sales Representative

Gordon G. Williamson, Branch Manager

Alex H. Steele, Realtor

Grant F. Styles, Salesman

Witness to Signatures of Charter Members:

Yvon H. Lefebvre, Professional Engineer