

APPLICATION TO FORM A SOCIETY

We, the undersigned, declare that we desire to form a society under the Societies Act, and that:

1. The name of the Society is: **ASSOCIATION OF VENEZUELAN IN EDMONTON**
2. The objects of this **non-for-profit** Society are:
 - To promote the union within the Venezuelan community and support the effective integration of its members to the Canadian society.
 - To preserve and disseminate Venezuelan's cultural heritage.
 - To organize cultural, recreational, leisure and sports activities for the enjoyment of its members and the local community.
 - To provide a forum for the consideration and discussion of matters affecting our community.
 - To provide the necessary infrastructure and resources for achieving its objectives.

MEMBERSHIP

1. Membership fee, shall be determined or revised by the members at a general meeting. Any person residing in “Edmonton Metropolitan Region” (EMR) and being of the full age of 18 years, may become a member by filling and signing the registration form and paying the corresponding fee. The Boar of Directors reserves the right to deny admission or expel any individual whose behaviours negatively impact the wellbeing of other members, or interfere with the execution of regular activities.
2. Any member wishing to withdraw from membership may do so upon a notice in writing to any member of the Board of Directors. If any member is in arrears for fees or assessments for any year, such member shall be automatically suspended at the expiration of six months from the end of such year and shall thereafter be entitled to no membership privileges or powers in the society until reinstated. Any member upon a majority vote of all members of the society in good standing may be expelled from membership for any cause which the society may deem reasonable.
3. Members in good standing have the right to vote, to run for any office of the Board, and to request access to the books and records of the society.

PRESIDENT

4. The President shall be ex-officio a member of all Committees. He/she shall, when present, preside at all meetings of the society and the Board. In his/her absence, the Vice-President or the Secretary shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

BOARD OF DIRECTORS

5. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the society.
6. The Board shall be elected by majority vote every two years at the annual meeting. Subject to the bylaws, the Board will have full control and management of the affairs of the society. Meetings of the Board shall be held as often as may be required, but at least once every three months. Meetings of the Boards shall be called by four business days notice by e-mail or telephone. Three members of the Board will constitute a quorum, and meetings shall be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null or void.
7. A person appointed or elected a director becomes a director if they were present at the meeting when being appointed or elected, and did not refuse the appointment

or election, or with five days after the appointment or election, or if they acted as a director pursuant to the appointment or election.

8. Any director or officer, upon a majority vote of all members in good standing, may be removed from office for any cause which the society may deem reasonable.

SECRETARY

9. It shall be the duty of the secretary to attend all meetings of the society and of the Board, and to keep accurate minutes of the same. He/she shall have charge of the Seal of the society which whenever used shall be authenticated by the signature of any two of the, Board. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all correspondence of the society and be under the direction of the President and the Board.
10. The Secretary shall also keep a record of all members of the society and their addresses, send all notices of the various meetings as required, and collect and receive the annual dues or assessments levied by the society. Such monies shall be promptly turned over the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as required.

TREASURER

11. The Treasurer shall receive all monies paid to the society and be responsible for the deposit of the same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He/she shall properly account for the funds of the society and keep such books as may be directed. He/she present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited of the financial position of the society and submit a copy of same to the Secretary for the records of the society. The office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.

AUDITING

12. The books, accounts and records of the Secretary and Treasurer shall be audited at least every other year by a duly qualified accountant or by two members of the society elected for that purpose. The fiscal year of the society in each year shall be from August 1st to July 31st.
13. The books and records of the society may be inspected by any member of the society at the Annual Meeting or at anytime upon giving reasonable notice and

arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

MEETINGS

14. This society shall hold an annual meeting on or before October 31st each year, of which notice shall be delivered by e-mail or telephone and published via Social Media accounts ten business days prior to the date of the meeting. Every other year, the Board of Directors shall be elected at the annual meeting. The officers and directors so elected shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled at the next meeting, provide it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office in the society.
15. General meetings of the society may be called at any time by the Secretary upon the instructions of the President of the Board by announcing via e-mail and Social Media four days prior to the day of such meeting. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reason for calling such meeting, which shall be announced via e-mail and Social Media four days prior to the day of such meeting.
16. Twenty five percent (25 %) of the members in good standing shall constitute a quorum at the time established for any meeting. A second call for quorum may be made after 30 minutes, with a minimum requirement of 10 members to constitute a quorum.

VOTING

17. Any member who has not withdrawn from membership nor has been suspended or expelled shall have the right to vote at any meeting of the society. Such vote must be made in person or proxy.

REMUNERATION

18. Unless authorized at any meeting and after notice for same shall have been given, no officer, director or member of the association shall receive any remuneration for his/her services.

BORROWING POWERS

19. 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 society, and in no case shall debentures be issued without the sanction of a special resolution of the society.

BYLAWS

20. The Bylaws may be rescinded, altered or added to by "Special Resolution" and voted during the annual meeting or in during a special meeting called for this purpose.