

**BYLAWS
OF
POLISH-CANADIAN ASSOCIATION
OF CALGARY
(Proposal)**

**Prepared by
the Executive Board of the Association
March, 2014**

Chapter I
NAME, LOCATION, AND GOALS OF THE ORGANIZATION

Article 1.1
POLISH-CANADIAN ASSOCIATION OF CALGARY

1.1.1 The name of the organization is:

- in English: THE POLISH-CANADIAN ASSOCIATION OF CALGARY;
- in Polish: STOWARZYSZENIE POLSKO-KANADYJSKIE W CALGARY.

1.1.2 The Polish-Canadian Association of Calgary was preceded by the Polish Society “Polonia” in Calgary, created on November 15, 1931, then the Polish Club and the Polish Alliance, the latter of which applied for registration of the organization through The Societies Act 1924, on July 15, 1946.

1.1.3 On May 28, 1971, in accordance with the Province of Alberta Societies Act, chapter 347, the former name “Polish Alliance in Calgary” was changed to “Polish-Canadian Association of Calgary”.

1.1.4 Definitions of terms and abbreviations:

Members	members of the Polish-Canadian Association of Calgary
Full member	a member with the voting right at least, but also with the right to be a candidate to the authorities if this term is used in such a context
Polish Hall	the Polish-Canadian Cultural Centre in Calgary
Committee	authority body of the Association other than the Executive Board
President	President of the Executive Board
Chairman	of a meeting – person conducting the meeting; of a committee – person representing a committee
CBD	Centre Board of Directors
Bylaws	these Bylaws of the Polish-Canadian Association of Calgary
Association	the Polish-Canadian Association of Calgary
Authorities	the authorities of the Association
Executive Board	the Executive Board of the Association

1.1.5 The location of the Association is the Polish-Canadian Cultural Centre in Calgary, Alberta, at 3015 - 15 Street NE.

1.1.6 Based on the agreement with the authorities of the City of Calgary dated August 1, 1980, the Association was granted property rights to the land on which the Polish Hall is located, which is documented in the City Land Register.

1.1.7 Until December 21, 2006, the Association was the sole owner of the Polish Hall.

1.1.8 Since December 21, 2006, in accordance with the “Co-ownership Agreement” signed between the Association of Polish Combatants, Branch No. 18 in Calgary, and the Polish-Canadian Association of Calgary, the Association of Polish Combatants, Branch No. 18 in Calgary became the co-owner of the Polish Hall.

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1.1.9 The above-mentioned “Co-ownership Agreement” is an integral part of these Bylaws, in particular regarding the Bylaws regulations pertaining to the legal changes to the ownership of the Polish Hall.

1.1.10 In accordance with the above agreement, the Polish Hall is governed by the Centre Board of Directors (CBD), appointed by both organizations and consisting of four representatives from each organization.

1.1.11 The Association is represented in the CBD by the President, the First Vice-President, and two additional members of the Association having the passive voting right.

1.1.12 In the case of disagreement between the Polish and English versions of the Bylaws, the English version shall be deciding.

Article 1.2 GOALS AND OBJECTIVES OF THE ASSOCIATION

1.2.1 The Association is a social and cultural organization embracing on a voluntary basis Poles and Canadians of Polish descent residing in Alberta.

1.2.2 The goal of this organization is to conduct activities to preserve the Polish heritage: Polish culture, Polish traditions, and the Polish language.

1.2.3 The Association cooperates with other existing Polish organizations for the benefit of the Polish community.

1.2.4 The Association sponsors Polish cultural events which are of special importance to the Polish identity, culture, and traditions.

1.2.5 The Association, within its financial means, may assist through donations to Polish community organizations and Polish charitable organizations in Canada, in Poland, and in other countries.

1.2.6 The Association may also offer financial assistance to exceptionally gifted individuals of Polish descent, residing either in Canada or abroad, to help develop their talents.

1.2.7 The Association is an impartial organization when dealing with political and religious matters.

Chapter II
MEMBERSHIP IN THE ASSOCIATION

Article 2.1
ACCESSION TO THE ASSOCIATION

- 2.1.1 There are two categories of members: ordinary members and honorary members.
- 2.1.2 Any person who is over 18 years of age, who is of Polish origin, who has Polish or Canadian citizenship, who resides permanently in Canada, who has a positive reputation, and who agrees to obey the Bylaws of the Association may become an ordinary member of the Association.
- 2.1.3 A person joining the Association shall complete and sign the membership application.
- 2.1.4 The Executive Board shall review the applications at its subsequent meeting and shall make decisions regarding the approval of new members.
- 2.1.5 In case of doubt regarding whether the candidate should be allowed to become a member, the Executive Board shall interview the candidate and then make a decision.
- 2.1.6 A person who has met the requirements listed in items 2.1.2 and 2.1.3 of these Bylaws, and whose membership application has been approved by the Executive Board and signed by the President, officially becomes a member of the Association.
- 2.1.7 The date on which the President signs off on the membership application shall be the date of the acceptance of the new member into the Association.
- 2.1.8 The list of new members shall be announced at the following Monthly Meeting. It is recommended that the new members attend this meeting to introduce themselves.
- 2.1.9 If a person from the new member list is absent at the meeting, his or her presentation shall be postponed until the following meeting of the members.
- 2.1.10 Newly accepted members are obligated to pay membership dues within three months of joining the Association. The dues shall be valid for that calendar year.
- 2.1.11 Membership in the Association may be discontinued if a member resigns from the organization by way of a resignation letter addressed to the Executive Board, or if the member is removed from the Association in accordance with these Bylaws.
- 2.1.12 The title of honorary member may be granted to a person who has rendered exceptional services to the Association or the Polish community (not necessarily to an existing member of the Association). The Executive Board or a specially-appointed committee may make a motion at a General Meeting to grant the title. The General Meeting approves the motion by voting.
- 2.1.13 An honorary member shall be exempt from payment of the membership dues to the Association. She or he shall also be issued a special membership card as proof of status.

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2.1.14 An Honorary Member has both active and passive voting rights.

Article 2.2 RIGHTS AND OBLIGATIONS OF A MEMBER

2.2.1 A member has the following duties: to be familiar with the Bylaws of the Association and to act in accordance with its principles, to pay membership dues on time, to attend meetings of the Association, and to participate actively in volunteer projects and events organized by the Association.

2.2.2 A member shall perform work for the Association for no remuneration and shall take good care of the property of the Association and the Polish Hall.

2.2.3 A member may be reimbursed for expenses made on behalf of the Association given antecedent approval of these expenses by the Executive Board.

2.2.4 A member of the Association shall protect the good reputation of the Association and its members.

2.2.5 An ordinary member of the Association whose membership fees are paid shall have the active voting right three months after becoming a member, and the passive voting right six months after becoming a member.

The active voting right means the right to vote at membership meetings.

The passive voting right means the right to be elected to the authorities of the Association.

2.2.6 Members shall serve only one function in any of the authorities of the Association at any given time.

2.2.7 Members who are employed and receiving salary from the Polish Hall, or who are renting space in the Polish Hall for their own purposes, or who are remaining in any indirect or direct commercial relationship with the Polish Hall or the Association may not hold any positions in the Authorities of the Association.

2.2.8 An ordinary member shall be automatically suspended in membership rights of the Association if the yearly dues remain unpaid for more than three months. If the dues are not paid after another three months, the member shall be removed from the membership list, by this rule alone.

2.2.9 The person removed from the membership list for the above reason may apply to be readmitted into the Association in accordance with the rules required for a new member.

2.2.10 Members may contact the Arbitration Court if they feel that they have been mistreated by other members of the Association.

2.2.11 Members may also contact the Arbitration Court in case of a violation of the Bylaws by the authorities of the Association that directly impacts on the given member. Should a member

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feel that the Bylaws have been violated in the context of general operations of the authorities, she or he may file a grievance with the Executive Board or the Advisory Committee.

2.2.12 At the meetings, members may request information about the decisions of the Executive Board and other committees of the Association. They also have the right to view the documents of the Association. To exercise this right, they shall submit a request in writing, including a reason for such a request, to the Executive Board. The Executive Board reserves the right not to grant the request, however the reasons for the refusal shall have to be presented in writing.

2.2.13 Members may receive recognition from the Executive Board for their work done for the benefit of the Association or the Polish community, in the form of a letter of congratulations or an announcement in the Polish community's mass media.

2.2.14 A member, ordinary or honorary, may be suspended or expelled from the Association for one or more of the following reasons:

- a) Publicly denigrating the authorities of the Association or its members.
- b) Public disregard of the decisions made by the Association in accordance with the Bylaws.
- c) Embezzling, transferring to a third party, or wilfully losing the property of the Association: money, documents or other items.
- d) Persistent disruption of the meetings of the Association despite warnings, or other antagonistic behaviour during meetings.
- e) When the member has been found guilty and convicted at a Canadian Court in a serious matter.

“Publicly” as used in items “a” and “b” above, refers to appearances in front of Canadian or Polish authorities, in media, on the internet, or in front of Polish or Canadian community organizations. Signing one's name on documents or correspondence in the spirit of items “a” and “b” shall also be incriminating as if by committing deeds mentioned in these items. However, instances of critique of the activities of the Executive Board or other authorities of the Association shall not constitute committing of acts listed in items “a” and “b”, providing they are officially subjected to discussion at the meetings of the Association or submitted in writing to the authorities of the Association.

2.2.15 Suspension or expulsion of a member from the Association shall only be achieved by a decision reached at a General Meeting by way of vote by secret ballot.

2.2.16 Only the Executive Board may make a motion to suspend or expel a member for disciplinary reasons at a General Meeting. The Arbitration Court may make a similar motion but only to the Executive Board, with goals of further consideration of the case and making a decision.

2.2.17 The Executive Board shall announce its intention to make a motion to suspend or expel a member at the Monthly Meeting preceding the General Meeting at which the voting on the motion in question shall occur.

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2.2.18 A member threatened with suspension or expulsion has the right of defence when the Executive Board considers the matter. He or she may choose a representative from the members of the Association for assistance in the defense.

2.2.19 The decision made at the General Meeting to suspend or expel a member from the Association shall be final and cannot be appealed.

2.2.20 A member who has been expelled may apply to be readmitted into the Association after a period of six years.

2.2.21 A previously-expelled member applies to be readmitted into the Association in accordance with the rules required for a new member.

2.2.22 The Executive Board shall review the application, and if it is in agreement that new membership may be granted, it shall present the recommendation at a General Meeting for members to vote on it by secret ballot.

2.2.23 The same procedure regarding suspension or expulsion shall apply to members holding any position within the Association's authorities.

2.2.24 Termination of membership shall not entitle the member to a refund of membership dues.

Chapter III
MEMBERSHIP MEETINGS

Article 3.1
MEMBERSHIP MEETINGS IN GENERAL

3.1.1 Meetings are the primary form in which members may participate in the life of the Association. Decisions necessary to ensure the continued activities of the Association are made at the meetings. The meetings create an opportunity to exchange views and information and to influence the activity of the Executive Board and the CBD.

3.1.2 There shall be three types of membership meetings, defined by their relative importance, purpose, and method of being summoned:

- a) Monthly Meetings, which may be ordinary or Nomination Meetings;
- b) General Meetings, which may be Reporting Meetings or Reporting-Election Meetings;
- c) Extraordinary Meetings, which may be called when the Association needs to discuss urgent matters; these have the authority of a General Meeting.

3.1.3 All the meetings of the Association shall be conducted in the Polish language, and the minutes taken by the Secretary shall also be in Polish.

3.1.4 The Secretary may use electronic equipment to record information during meetings.

3.1.5 Other persons may only use recording equipment if they receive prior permission from the chairman of the meeting.

3.1.6 All the meetings of the Association shall be called by the President upon consultation with the Executive Board.

3.1.7 Members shall be informed through the Polish community mass media about the date of a meeting two weeks in advance in the case of a Monthly Meeting, and four weeks in advance in the case of a General or Extraordinary Meeting.

3.1.8 The meeting announcement shall disclose the location, date, and time the meeting starts, and in the case of an Extraordinary Meeting – its purpose.

3.1.9 In order to commence the meeting there shall be a quorum, i.e. a certain percentage of all full members present. The quorum is 20% for Monthly Meetings and 50% for General or Extraordinary Meetings.

3.1.10 If the quorum is not present, the meeting shall be postponed for 15 minutes in the case of a Monthly Meeting, and for 30 minutes in the case of a General or Extraordinary Meeting. After that, the quorum required to commence the Monthly Meeting and the General or Extraordinary Meeting shall be 5% and 33% respectively.

3.1.11 If the above quorum requirements are not met, the meeting shall be postponed to a future date.

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- 3.1.12 No meetings shall have the power to override the Bylaws of the Association.
- 3.1.13 The meetings shall be led by the chairman of the meeting. Usually this would be the President of the Executive Board, but in accordance with the Bylaws, an alternative person may be the chairman.
- 3.1.14 Members shall ask the chairman of the meeting for permission to speak before speaking.
- 3.1.15 The permission to speak may be revoked by the chairman of the meeting; however, the speaker may appeal this decision to the members present at the meeting.
- 3.1.16 Decisions at the meetings shall be made by voting. Unless the Bylaws state otherwise, the rule of ordinary majority shall apply.
- 3.1.17 The motion being voted on shall be worded in a manner allowing its execution, and not its abandonment, once the majority of the vote is received.
- 3.1.18 The voting at the meetings shall be open unless the Bylaws require a secret voting.
- 3.1.19 However, at the request of at least five voting members, the chairman of the meeting shall allow an auxiliary vote whose goal is to decide the manner of the main vote.
- 3.1.20 At all meetings of the Association, only present full members may vote. Each member shall have only one vote.
- 3.1.21 The minutes from the previous meeting shall be read at each meeting, and members present at the meeting may suggest modifications as needed. A vote shall follow to approve the amended minutes.
- 3.1.22 Making amendments and approving the minutes shall take place at a meeting no lower in hierarchy than the meeting at which the minutes were taken.

Article 3.2 MONTHLY MEETING

- 3.2.1 Monthly Meetings shall be held at least seven times per year. They do not need to be held during the summer period (July and August).
- 3.2.2 A Monthly Meeting does not have to be held in the same month as a General or Extraordinary Meeting.
- 3.2.3 Decisions made at Monthly Meetings shall not pertain to matters foreseen to be within the competence of a General Meeting.
- 3.2.4 The purpose of a Monthly Meeting is
- a) to inform members about the work of the authorities, the financial status, and the activities of the Polish Hall, CBD, and the Manager of the Polish Hall;
 - b) to assist the Executive Board in decision making.

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3.2.5 At Monthly Meetings, a motion that was subject to a vote shall not be reviewed or subjected to a new vote unless six months have passed since then.

3.2.6 A Nomination Meeting (technically a Monthly Meeting) shall be held at least one month prior to a Reporting-Election Meeting.

3.2.7 Its purpose, in addition to addressing issues typically discussed at a Monthly Meeting, is to enable the Nomination-Election Committee to present a list of candidates for future positions within the Association's authorities, and to supplement this list with names suggested by the members during the meeting.

Article 3.3 GENERAL MEETING

3.3.1 A General Meeting represents the highest decision-making power of the Association, where decisions may be made regarding issues essential to the Association and its members, including financial decisions which are beyond the scope of the Executive Board and the Monthly Meeting, and decisions about changes to the Bylaws.

3.3.2 In a non-election year, a General Reporting Meeting shall be held to audit the operations of the Association and its authorities for the preceding year.

3.3.3 At that meeting, the President, the Treasurer, and the Audit Committee shall file reports regarding their activities in last year.

3.3.4 In an election year, a General Reporting-Election Meeting shall be called, which in addition to the above-listed matters addressed at a General Reporting Meeting, the new authorities of the Association shall be elected.

3.3.5 A General Reporting Meeting or a General Reporting-Election Meeting shall be held before the end of April of the given year.

Article 3.4 EXTRAORDINARY MEETING

3.4.1 An Extraordinary Meeting may be called to make important decisions on matters identified by the Bylaws as issues being under the jurisdiction of a General Meeting, in the period between regular General Meetings.

3.4.2 This meeting is called by the Executive Board, either by its own initiative or on a written petition addressed to the Executive Board, giving the reason for the demanded meeting, and signed by a minimum of 1/3 of all full members.

3.4.3 The petition must be sent to the Executive Board by registered mail to the Association's address.

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3.4.4 The member who signs the petition shall record his or her name, surname, address of residence, and the phone number; and put a handwritten signature.

3.4.5 The Executive Board may refuse to call an Extraordinary Meeting if it feels the reason identified on the petition is unfounded. The Board shall justify its decision at the subsequent Association meeting.

3.4.6 The Executive Board shall decide when to call an Extraordinary Meeting and shall inform its members of the date in the same manner as in the case of a General Meeting. However, if the matter is urgent, the four-week period of notice may be shortened.

Chapter IV
ORGANIZATION OF THE ASSOCIATION

Article 4.1
AUTHORITIES OF THE ASSOCIATION

4.1.1 The Authorities of the Association shall consist of the following permanent structures:

- a) Executive Board;
- b) Advisory Committee;
- c) Audit Committee;
- d) Arbitration Court;
- e) Bearers of the Banner.

4.1.2 In addition to the above permanent structures, there exist temporary committees mentioned by the Bylaws. Should need arise, the Executive Board may also summon temporary committees to perform specific tasks.

4.1.3 Each of the authority structures listed above, except for the Executive Board, chooses its chairman at its first meeting following the elections.

4.1.4 In the case of resignation, or disciplinary removal, of a member of the Executive Board, the following protocols shall be followed (iteratively):

- a) For the President: the First Vice-President shall take over as President.
- b) For the First Vice-President: the Second Vice-President shall become the First Vice-President.
- c) For the Second Vice-President, Secretary, or Treasurer: the Executive Board shall choose to fill the post with one of the Ordinary Members of the Executive Board.
- d) For an Ordinary Executive Board Member leaving or being promoted as above: the post shall remain unfilled until the end of the term or until by-elections.

4.1.5 In the case of resignation or disciplinary removal of a member of any of the other authorities (i.e. all structures except the Executive Board), the Executive Board, with approval of the Monthly Meeting, shall decide to replace that person with a member of the Association who is not currently serving another function. The position is then to be held until the end of the term.

4.1.6 A given member shall not hold the same position in an authority for longer than two consecutive terms. He or she may be chosen again as a candidate for the previously held position after two years since the given post was last held by that person.

4.1.7 Should a member of an authority of the Association neglect his or her duties, become incompetent in his or her work, or abuse his or her authority in a blatant manner, he or she may be removed from the position.

4.1.8 Removal of a member of an authority of the Association from his or her post may only be achieved following vote by secret ballot at a General Meeting.

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4.1.9 Only the Executive Board and the Advisory Committee may jointly motion to remove a member of an authority from his or her post at a General Meeting. The remaining authorities or members may report concerns regarding the activities of an authority or its members only to the Executive Board or the Advisory Committee for deliberation of the case and making a decision.

4.1.10 The intention of the Executive Board and the Advisory Committee to file a motion at a General Meeting to remove a member of an authority from his or her post shall be announced by the Executive Board at the Monthly Meeting preceding the General Meeting at which the voting on the motion in question shall occur.

4.1.11 Members of the authorities of the Association shall be protected from civil liability by insurance paid for by the Association.

4.1.12 Within seven days of the end of a term, each member of the authorities shall return any documentation belonging to the Association in his or her possession to be filed in the archives.

Article 4.2 EXECUTIVE BOARD OF THE ASSOCIATION

4.2.1 The Executive Board is the primary executive authority of the Association. It shall consist of the following members:

- a) President of the Executive Board;
- b) First Vice-President of the Executive Board;
- c) Second Vice-President of the Executive Board;
- d) Secretary;
- e) Treasurer;
- f) four Ordinary Members of the Executive Board (without portfolio).

4.2.2 The members of the Executive Board shall be guided in their actions by the principles of benevolence and the best interest of the Association.

4.2.3 The Executive Board shall be accountable for its actions at the General Meeting.

4.2.4 Meetings of the Executive Board shall be documented in Polish by the Secretary.

4.2.5 At the Monthly Meetings of the Association, the Executive Board shall disclose to members all relevant issues recently discussed at meetings of the Executive Board and the CBD.

4.2.6 Members of the Association may request additional information regarding decisions made by the Executive Board.

4.2.7 The Executive Board may award donations, in accordance with the Bylaws, up to seven and a half thousand Canadian dollars in a single donation. It shall inform the members of these donations at the membership meetings.

4.2.8 The Monthly Meeting may approve a donation exceeding seven and a half thousand Canadian dollars.

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4.2.9 For a justified matter and when granted permission by the Executive Board, each of the authority structures may delegate a member to attend a meeting of the Executive Board of the Association as an observer to obtain or convey information, but without the right to vote.

4.2.10 The Executive Board may also request at its meeting the presence of a member of the Association, whether he or she is representing one of the authority structures or not, in order to receive clarification or expert opinion on a matter at hand.

4.2.11 The delegated member of an authority structure shall submit a written report to his or her respective authority structure about the attended Executive Board meeting.

Article 4.3 PRESIDENT OF THE EXECUTIVE BOARD

4.3.1 The President is the head of the Executive Board of the Association.

4.3.2 He or she is responsible for the performance of the Executive Board and for the activity of the Association; and is representing the Association in interaction with other organizations and third parties.

4.3.3 The President of the Executive Board shall call and preside over Executive Board meetings, and unless the Bylaws state otherwise, also over membership meetings. He or she shall have the power to cast the decisive vote in case of a tie.

4.3.4 The President of the Executive Board shall be responsible for the proper and broad exchange of information among the Executive Board, CBD, the manager of the Polish Hall, and the members of the Association. He or she shall also be responsible for cooperation with the Polish community and its organizations.

4.3.5 The President of the Executive Board shall receive all correspondence incoming to the Association, and he or she shall sign all outgoing correspondence.

4.3.6 The President of the Executive Board shall oversee the observance of the Bylaws of the Association and shall ensure that decisions made at membership meetings are executed by the authorities of the Association.

4.3.7 The President of the Executive Board shall have custody of the seal of the Polish-Canadian Association. The remaining members of the Executive Board may use the seal only with the President's knowledge and permission. The person performing the duties of the President in his or her absence shall be responsible for the seal.

Article 4.4 FIRST VICE-PRESIDENT OF THE EXECUTIVE BOARD

4.4.1 The First Vice-President shall act in the role and fulfill the duties of the President in his or her absence.

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4.4.2 He or she shall supervise maintenance of the archives and, at the end of a term, shall ensure handing over any relevant documents being in possession of the members of the authorities.

4.4.3 He or she shall monitor the current list of members of the Association and membership fees paid.

Article 4.5 SECOND VICE-PRESIDENT OF THE EXECUTIVE BOARD

4.5.1 In the event of absence of the President and the First Vice-President, the Second Vice-President shall fulfill the obligations of the President of the Executive Board.

4.5.2 He or she shall supervise, in cooperation with the co-owner of the Polish Hall and in accordance with the co-ownership agreement, annual audits of permanent and portable assets of the Association located in the Polish Hall.

4.5.3 Motions and recommendations stemming from these audits and supervision shall be submitted in writing to the Executive Board of the Association. If the information is of extreme importance, the Second Vice-President of the Executive Board shall disclose it to the members of the Association at a Monthly Meeting.

Article 4.6 SECRETARY

4.6.1 The Secretary shall record by way of minutes the meetings of the Executive Board and of the membership meetings of the Association.

4.6.2 The Secretary shall sign each set of meeting minutes.

4.6.3 The Secretary shall file all meeting minutes in the archives of the Association once they have been read and approved at the relevant meeting.

4.6.4 It shall be the duty of the Secretary to maintain records of all incoming and, once signed by the President, outgoing correspondence of the Association.

Article 4.7 TREASURER

4.7.1 The Treasurer shall be responsible for the financial matters of the Association.

4.7.2 All financial documents and withdrawals from the bank accounts of the Association shall be signed off by the Treasurer and either the President or another member of the Executive Board with signing authority given him or her by the Executive Board.

4.7.3 The Treasurer shall verify the accuracy and appropriateness of the performed withdrawals.

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4.7.4 The Treasurer shall cooperate with the accountant employed by the Association, but shall not be responsible for his or her professional activities.

4.7.5 The Treasurer shall submit a written report at each Monthly Meeting of the Association. Such a report shall reflect the current financial status of the Association.

4.7.6 The Treasurer shall receive membership dues and issue receipts.

4.7.7 The Treasurer shall inform the Executive Board in writing about any transactions that may be detrimental to the Association.

4.7.8 Once his or her term is concluded, the Treasurer shall submit all financial documents, including receipts for membership dues, after a review by the Audit Committee, to the archives of the Association.

4.7.9 The fiscal year of the Association shall run from January 1 to December 31 of the calendar year.

Article 4.8

ORDINARY MEMBERS OF THE EXECUTIVE BOARD

4.8.1 Ordinary Members of the Executive Board shall perform tasks assigned to them by the President of the Executive Board or his or her deputy.

4.8.2 One of the Ordinary Members of the Executive Board, assigned by the Executive Board, shall maintain complete up-to-date membership files, including: membership declarations, a list of the members of the Association with their current personal information and copies of receipts for membership cards.

4.8.3 At the conclusion of the given term, the new members' declarations and the membership list shall be filed in the archives.

Article 4.9

ADVISORY COMMITTEE

4.9.1 The Advisory Committee shall consist of three members.

4.9.2 The purpose of the Committee shall be to provide advice and aid in resolving issues that may arise from the activities of the Association.

4.9.3 The Executive Board shall, if need be, request assistance from the Advisory Committee.

4.9.4 The Advisory Committee, when finds it necessary, may act on its own initiative after notifying the Executive Board about it.

4.9.5 In justified cases, the Advisory Committee may put forth a motion to remove a member of the authorities from his or her post. Such a motion shall be then considered jointly with the Executive Board.

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4.9.6 Members of the Association may also turn to the Advisory Committee for clarification of issues related to the activity of the Association.

4.9.7 The Advisory Committee shall prepare a list of candidates for the Nomination-Election Committee before elections for the authorities of the Association.

4.9.8 The Advisory Committee shall prepare a report documenting any of its actions that shall then be disclosed to members of the Association at the subsequent Monthly Meeting.

4.9.9 In the event that the Executive Board ceases to exist, in its entirety or in larger part, the Advisory Committee, together with any remaining Executive Board members, shall call an urgent Extraordinary Meeting to elect a new Executive Board. In the time leading up to the Extraordinary Meeting, the Advisory Committee, in coalition with any remaining Executive Board members, shall take over the duties of the Executive Board.

Article 4.10 AUDIT COMMITTEE

4.10.1 The Audit Committee shall consist of three members.

4.10.2 To maintain continuity of the work of the Committee, it is recommended that at the conclusion of the term, one of the outgoing members seek re-election to the new Audit Committee.

4.10.3 The purpose of the Audit Committee shall be to monitor the expenses of the Executive Board of the Association as well as finances of the Polish Hall.

4.10.4 An audit of the finances of the Polish Hall shall be done only in cooperation with the Audit Committee of the Association of Polish Combatants, Branch No. 18. Details regarding an audit of the Polish Hall may be found in the Appendix to article 8.6 of the Co-Ownership Agreement.

4.10.5 The Audit Committee shall review the Association's financial documentation four times per year.

4.10.6 Prior to the submission of an audit report, the Audit Committee shall request clarification from persons of interest in case of ambiguities or suspicion of impropriety.

4.10.7 The Audit Committee shall prepare a written report from the conducted audit, including its results, conclusions, and recommendations.

4.10.8 The report shall be presented to the members of the Association at the subsequent Monthly Meeting, after which a copy of it shall be submitted to the Executive Board.

4.10.9 During the General Reporting or Reporting-Election Meeting, the Audit Committee shall submit its annual written report. If the meeting is an Election Meeting, the report shall motion to grant, or not grant, discharge to the outgoing Executive Board.

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4.10.10 Should the Audit Committee not grant discharge, the report shall include justification for the motion. However, the General Meeting may vote to override the Audit Committee's motion and by way of this vote grant discharge to the outgoing Executive Board.

4.10.11 Should need arise, the Association may hire a professional auditor to resolve disputed issues.

Article 4.11 ARBITRATION COURT

4.11.1 The Arbitration Court shall consist of three members.

4.11.2 Any member of the Association who feels his or her personal rights have been violated by another member of the Association shall file a complaint with the Arbitration Court prior to taking legal action.

4.11.3 The Arbitration Court shall act solely at the written request of a member or members of the Association or of its authorities.

4.11.4 Decisions of the Arbitration Court shall not preclude potential legal action.

4.11.5 The Arbitration Court may consider matters against other members of the Association resulting only from conduct and social activity having taken place within the Association.

4.11.6 The Arbitration Court shall operate collegially and shall make decisions when all its members are involved.

4.11.7 In its investigation, the Arbitration Court shall be unbiased and fair toward all parties.

4.11.8 The Arbitration Court in investigating a complaint shall familiarize itself with the circumstances of the complaint and examine thoroughly the evidence and statements from the parties involved.

4.11.9 The accused person may be allowed the assistance and presence of a selected member of the Association.

4.11.10 The Arbitration Court may request assistance from the Advisory Committee in examining the case.

4.11.11 Following examination of the matter and joint consideration, the Arbitration Court shall issue a statement regarding whether the complaint is valid and suggesting possible solutions.

4.11.12 In its final declaration, the Arbitration Court may: discontinue the investigation if the complaint was withdrawn or if the parties reconciled; conclude the complaint was unfounded; command an apology be made to the wronged person and that the damage be compensated, if possible

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4.11.13 At a Monthly Meeting of the Association, the Arbitration Court shall present the matter under investigation to the members along with its verdict. It should do it within two months of the date the complaint was filed.

4.11.14 In justified cases, the Arbitration Court may put forth a motion to suspend a member in his or her right or to expel him or her from the Association. Such a motion shall be further considered by the Executive Board.

Article 4.12 BEARERS OF THE BANNER

4.12.1 Three persons shall act as Bearers of the Banner.

4.12.2 The Bearers of the Banner shall appoint from among of them the Lieutenant.

4.12.3 The duties of the Bearers of the Banner shall include presentation of the banner of the Association at any patriotic events hosted by the Association and other Polish community organizations, as well as at certain church-based celebrations, where the presence of the banner of the Association is legitimate. The Executive Board decides about this.

4.12.4 The Bearers of the Banner may participate in the funeral of a member of the Association upon a motion of the Executive Board and the request of the family of the deceased.

4.12.5 The Bearers of the Banner shall dress appropriately, in view of dignity of the event they take part in.

4.12.6 The Lieutenant of the Banner shall be responsible for the proper maintenance and storage of the banner.

Chapter V
ELECTIONS TO THE AUTHORITIES OF THE ASSOCIATION

Article 5.1
NOMINATION-ELECTION COMMITTEE

- 5.1.1 During a Monthly Meeting two months prior to the election date, the Advisory Committee shall propose five candidates for the Nomination-Election Committee.
- 5.1.2 Members of the Association present at the meeting may also propose candidates for the Committee. Each nomination shall be backed by ten members present at the meeting.
- 5.1.3 Members of the Nomination-Election Committee shall then be chosen in a vote.
- 5.1.4 The Nomination-Election Committee is an autonomous, collegial body, independent from the remaining authorities of the Association.
- 5.1.5 The Committee shall be active from the moment of its election until the completion of the elections.
- 5.1.6 It shall dissolve automatically once the election results are announced and the new President of the Executive Board is sworn in.
- 5.1.7 The primary purpose of the Nomination-Election Committee shall be to prepare a list of candidates for the positions in the authorities of the Association.
- 5.1.8 When preparing the list of candidates, the Nomination-Election Committee shall be guided by the Bylaws of the Association.
- 5.1.9 It is recommended that the Nomination-Election Committee consider nominating 30% of the current persons in the authorities as candidates for the new authorities, however this is not a formal obligation.
- 5.1.10 The Committee shall verify whether the candidates have the necessary qualifications and rights to perform the duties as implied by the Bylaws.
- 5.1.11 The same persone may be put as candidate only once per elections and for only one position in the authorities.
- 5.1.12 Each candidate shall consent to the nomination and affirm that he or she is familiar with the basic duties associated with the position for which he or she is being nominated.
- 5.1.13 The Nomination-Election Committee shall present its list of candidates and the reasons for their nominations at the Nomination Meeting.
- 5.1.14 Should the Nomination-Election Committee not present a list of candidates at the Nomination Meeting, or should its activity cease for any reason, a new Nomination-Election Committee shall be named, and the Nomination Meeting shall be postponed by one month.

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5.1.15 The Committee shall accept additional candidacies submitted by members during the Nomination Meeting.

5.1.16 These candidacies shall meet formal election requirements, and the submitting member shall justify why the proposed candidate would be appropriate for the given position.

5.1.17 A candidacy made by members at a Nomination Meeting shall need to be supported by ten votes before the name of the candidate may be added to the list managed by the Nomination-Election Committee.

5.1.18 When presenting the list of candidates, the Nomination-Election Committee shall enumerate the names of candidates starting with its own propositions followed by the candidates added at the meeting, according to the order in which they were added.

5.1.19 Members of the Nomination-Election Committee may only be nominated as candidates proposed not by the Committee itself.

5.1.20 Further duties of the Nomination-Election Committee are as follows:

- a) to prepare paper ballots for the secret vote;
- b) to choose members to count the votes, i.e. the Scrutinizing Committee;
- c) to carry out the elections;
- d) to document in minutes the election process;
- e) to swear in the newly elected President of the Executive Board.

5.1.21 The Nomination-Election Committee, in preparing the ballots, shall not put the names of candidates on the ballots. The ballots shall be blank except for the seal of the Association. The voter shall then write down on the ballot the names of the candidate or candidates for whom he or she is voting.

Article 5.2 ELECTIONS

5.2.1 Elections to the Authorities of the Association shall be held every two years, no later than at the end of April of a given year, at a General Reporting-Election Meeting.

5.2.2 Members shall be informed regarding the date of the General Reporting-Election Meeting at least a month in advance.

5.2.3 At the start of the General Reporting-Election Meeting, the Nomination-Election Committee shall distribute voting ballots to all members with active voting rights.

5.2.4 The General Reporting-Election Meeting shall be led by the President of the Executive Board to the moment when the elections begin. At that point, the Chairman of the Nomination-Election Committee shall take over chairing the meeting.

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5.2.5 Candidates for the new authorities of the Association who had been nominated at the Nomination Meeting shall be present at the Reporting-Election Meeting. Should a candidate be absent, his or her name shall be removed from the candidates' list.

5.2.6 In the case that a candidate cannot be present on the election day because of circumstances beyond his or her control, he or she shall explain the absence in writing in a letter addressed to the Chairman of the Nomination-Election Committee. After the letter has been read, members present at the General Meeting shall hold a vote to decide the admissibility of the absent candidate to the election.

5.2.7 New candidacies may be submitted at the General Meeting if the proposed candidate has the support of at least ten full members present.

5.2.8 The Nomination-Election Committee shall be responsible for managing any technical aspects of the elections. It may ask for assistance from members of the Association in this regard.

5.2.9 Prior to the start of the elections, the Chairman of the Nomination-Election Committee shall appoint a three-person Scrutinizing Committee to count votes, subject to the approval of the members present.

5.2.10 The list of candidates shall close once the election process begins.

5.2.11 Beginning the elections, the Chairman of the Nomination-Election Committee shall read out the names of candidates for each position in the authorities of the Association.

5.2.12 Members at the General Reporting-Election Meeting shall choose the new members of the authorities by way of a secret vote. Each voting member shall write down the names of the candidates he or she chooses on the provided ballot.

5.2.13 The voting shall proceed in rounds according to the following order:

- a) vote for the President of the Executive Board,
- b) vote for the First Vice-President of the Executive Board,
- c) vote for the Second Vice-President of the Executive Board,
- d) vote for the Secretary,
- e) vote for the Treasurer,

In all of the above votes, for a ballot to be valid, the voter shall write the name of just one candidate on the ballot. The candidate who wins the majority of the votes shall be elected.

- f) vote for Ordinary Members of the Executive Board,

In this vote, for a ballot to be valid, the voter shall write the names of four candidates on the ballot. The four candidates with the highest numbers of votes shall be elected.

- g) vote for members of the Advisory Committee,
- h) vote for members of the Audit Committee,
- i) vote for the Arbitration Court,

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j) vote for the Bearers of the Banner.

In the case of the above structures, for a ballot to be valid, the voter shall write the names of three candidates on the ballot. The three candidates with the highest numbers of votes shall be elected.

5.2.14 The Chairman of the Scrutinizing Committee shall announce the results of the vote following each round before proceeding to next round, up to the last round.

5.2.15 In the event that two or more candidates receive the same number of votes, another vote shall be held only for these candidates. Should this vote also end in a tie, the Chairman of the Nomination-Election Committee shall decide which of the candidates shall fill the given position.

5.2.16 Following the election, the Chairman of the Nomination-Election Committee shall prepare a report documenting the proceedings, and shall send copies to both the newly elected and the immediate past Secretaries.

5.2.17 Documents pertaining to the election shall be stored for two months following the election in a taped container sealed with the seal of the Association. Only within this time frame may a recount of the votes for specific candidates be requested.

5.2.18 Following the election, the Chairman of the Nomination-Election Committee shall proclaim the names of the newly elected authorities. He or she shall then swear in the new President of the Association. The swearing in is a token ceremony and does not reflect on the validity of the election.

Article 5.3 SWEARING IN NEWLY ELECTED AUTHORITIES

5.3.1 The Election Meeting shall end with the swearing in of the newly elected authorities.

5.3.2 The Chairman of the Nomination-Election Committee of the Association, or in the event that he or she becomes a member of the new authorities, another member appointed by him or her, shall elicit the following oath, in Polish, from the newly elected President of the Executive Board: "I (name and surname), elected as the President of the Executive Board by the members of the Polish-Canadian Association, accept this honourable duty and pledge in front of all gathered here to fulfill my duties in accordance with the Bylaws and for the benefit of the Association. So help me God."

5.3.3 Following the President's oath, all the newly elected members of the authorities of the Association shall pledge to the newly elected President, in Polish: "We, the newly elected members of the authorities of the Association, accept our obligations and promise to fulfill them in accordance with the Bylaws and for the benefit of the Association. So help us God."

Article 5.4
BY-ELECTIONS FOR THE EXECUTIVE BOARD

5.4.1 By-elections to replace vacancies on the Executive Board shall occur either at a General Reporting Meeting in a non-election year or at an Extraordinary Meeting in the event that the Executive Board ceases to exist in whole or in larger part.

5.4.2 Candidates for the vacant positions shall be identified by the Executive Board, or the body acting in its place in accordance with the Bylaws, at the meeting during which the by-elections are to take place.

5.4.3 Candidates may also be proposed by the members present at the meeting, with the condition that the candidate in question shall have the support of at least ten full members present.

5.4.4 The election process shall be as described in Article 5.2 (Elections) regarding telections of the Executive Board members.

5.4.5 The oath as described in Article 5.3 does not tak place.

5.4.6 The term of so chosen members of the Executive Boardb shall last until the subsequent regular elections (according to Articles 5.1 through 5.3).

Chapter VI
FINAL ARTICLES

Article 6.1
CHANGE OF THE BYLAWS

6.1.1 Any proposed changes to the Bylaws shall be communicated to all the members at least one month prior to a General or Extraordinary Meeting.

6.1.2 Any changes to the Bylaws of the Association may only be approved or rejected by way of vote by secret ballot at a General or Extraordinary Meeting.

6.1.3 Before the Bylaws take effect, they shall be approved by the Province of Alberta.

Article 6.2
RELATIONS OF THE ASSOCIATION WITH THE POLISH-CANADIAN CONGRESS

6.2.1 The Association shall be an active member of the Polish-Canadian Congress.

6.2.2 The Association shall send representatives to the Congress meetings. The representatives shall be selected by the Executive Board and approved at a Monthly Meeting.

6.2.3 The President of the Association shall, by default, serve as one of the representatives to the Congress.

6.2.4 Members of the Association chosen as representatives may be elected to the authorities of the Congress.

6.2.5 The Association shall cover related travel costs for the representatives.

Article 6.3
CHANGE OF OWNERSHIP OF THE POLISH HALL

6.3.1 Any decisions regarding the sale or donation of the Polish Hall shall be made only in accordance with the "Co-ownership Agreement" and in cooperation with the Association of Polish Combatants, branch No 18 in Calgary.

6.3.2 Any changes to the legal status of the Polish Hall building, or of the lot on which it stands, as well as of the tangible assets of the Polish Canadian Association, shall be considered only at a General or Extraordinary Meeting. Such a decision may be made in a vote by secret ballot, given that at least 75% of full members are present.

6.3.3 In the event that that quorum is not present, another meeting shall be called one month later, at which meeting, 50% of full members shall constitute a sufficient quorum for the vote.

6.3.4 If 75% of present voters approve the decision, it shall be considered binding.

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6.3.5 Transfer of ownership may result from sale or donation, as a whole or in part, but only to another active Polish community organization, whose goals are compatible with the Bylaws of the Association.

6.3.6 Members at the General or Extraordinary Meeting shall be guided by the principles of benevolence to the Association in making decisions mentioned above.

Article 6.4
DISSOLUTION OF THE POLISH-CANADIAN ASSOCIATION

6.4.1 Either the Executive Board or the members of the Association may motion to dissolve the organization.

6.4.2 The motion initiated by the members of the Association shall take the form of a petition, in accordance with the regulations required to call an Extraordinary Meeting.

6.4.3 The decision to dissolve the Association may only be made at a General or Extraordinary Meeting in a vote by secret ballot, given that at least 75% of full members are present.

6.4.4 In the event that that quorum is not present, another meeting shall be called one month later, at which meeting, 50% of full members shall constitute a sufficient quorum for the vote.

6.4.5 If 75% of the voters approve the decision, it shall be considered binding.

6.4.6 Once the decision to dissolve the Association has been made, its members shall promptly decide how to manage the assets of the Association.

6.4.7 The above process shall comply with the “Co-ownership Agreement” signed with the Association of Polish Combatants, Branch No 18 in Calgary.

6.4.8 The remaining assets may be donated to one or more of the Polish community organizations.

6.4.9 The decisions regarding to which organizations and how to distribute the funds shall be made at the General or Extraordinary Meeting by way of vote by secret ballot.

6.4.10 It is recommended to hire a professional lawyer to serve as executor of the decision, whose costs and fees shall be covered from the assets of the Association.
