



Who We Are

Stepping Stones Day Care Society has been operating in the City of Grande Prairie since 1975. Originally started as a day care centre, over the years it has grown in the programs and services it provides to the community. Believing that healthy families provide a foundation for a healthy community, the Society is committed to a variety of accessible human service programs that support families in their child-rearing role.

All of the work done by the Society is supported by a dedicated group of volunteers who sit on the Board of Directors. The Board is a governance board that hires an Executive Director to oversee the day to day operations of the Society.

Stepping Stones Day Cares Eastside: A licensed & accredited day care for	Family Child Care Program
58 preschool children, ages 19 months to six years.	A network of 28 accredited day home providers caring for over 100 children.
Westside: A licensed & accredited day care for 34 preschool children, ages 30 months to six years.	
School Age Program: Providing Kinder and before and after school care at Isabel Campbell School.	
Inclusive Child Care Program	Child Care Respite Care
This program works together with early childhood educators and the parents of young children with developmental delays throughout northwestern Alberta to support children's inclusion and development.	This program supports the implementation of the Alberta Response Model by providing child care placements for families at risk that are in need of support in their childrearing role and it extends to families of children with disabilities.
Early Childhood Resource Centre – Parent Link	Supports to Early Learning and Child Care Programs
This program provides programming for children, families, and community agencies to facilitate effective positive learning, which allows individuals the opportunity to grow in every area of their development.	This program provides services to licensed child care programs, community agencies, and affiliated organizations in northwestern Alberta working with families and children ages birth to 12 years. This regional support system aims to increase sustainability and quality in early learning and child care programs.

Stepping Stones Day Care Society 42nd Annual General Meeting September 13, 2017

<u>Agenda</u>

- 1.01 Call to order @7:00
- 1.02 Welcome & Introductions
- 1.03 Review Agenda
- 1.04 Review Minutes from September 21, 2016
- 1.05 2016/2017 Financial Report
- **1.06** Bylaw Amendments (see attached)
- 1.07 Program Reports

*Child Care Programs *Family Child Care Program *Inclusive Child Care Program *ECRC-Parent Link *Supports to Early Learning & Child Care Program *Society

- 1.08 Elections for 2017-2018
- 1.09 Next AGM & Next Monthly Meeting
- 1.10 Meeting adjourned

STEPPING STONES DAY CARE SOCIETY

41st ANNUAL GENERAL MEETING MINUTES

Wednesday, September 21, 2016

Board Members in Attendance: Stephen Beam, Angela Biblow, Jenelle Frisken, Elizabeth McAdoo

Others in Attendance: Gladys James, Jennifer Hoyseth, Christine Thiessen, Shaina Sabourin, Carrie Partington, Linda Jobson, Kacey Harms, Linda Rhodes, Danielle Cornick, Leverne Muise, Angel McArthur, Gina-Rae Hicks, Shawna Goodenough, Laura MacNamara, Bev Pizycki, Marilyn Boisvert, Danielle Ransom, Amanda Perks, Amber McNeely-Fraser, Shaughnessy Peters, Sheena Scott, Amy Schafer, Sherralynn Allen, Jovie Ventimiglia, Talisa Nellis, Janelle Cunningham, Randy Nagel, Amanda Armstrong, Maida Abdihalim, Lith McKay

1.01 Call to Order

Angela Biblow called the meeting, held at the Parent Link Centre gym, to order at 7:03 p.m.

1.02 Welcome & Introductions

The members of the Board introduced themselves.

1.03 Review Agenda

No changes were made to the Agenda.

Motion:Jenelle Frisken motioned to accept the agenda.Seconded by:Elizabeth McAdoo

1.04 Review Minutes from September 22, 2015

The Board reviewed the minutes from the previous AGM.

Motion: Jenelle Frisken motioned to accept the 2015 Annual General Meeting minutes. Seconded: Elizabeth McAdoo

1.05 2015/2016 Financial Report

The Financial Report was presented to the Board by Stephen Beam. Stephen had met earlier in the day with the Auditor to review financials. All was reported to be in order. Angela mentioned that the financials are reviewed monthly at board meetings and anyone who wishes is welcome to attend a meeting to review a copy of the financial reports.

Motion: Elizabeth McAdoo motioned to accept the 2015/2016 Financial Report.

Seconded by: Angela Biblow

1.06 Program Reports

Child Care Programs (Eastside and Westside Locations): Angel McArthur presented her report. Complete report attached.

Family Child Care Program: Gladys James presented her report. Complete report attached.

Inclusive Child Care Program: Bev Pizycki presented her report. Complete report attached.

ECRC-Parent Link: Carrie Partington presented her report. Complete report attached.

Supports to Early Learning & Child Care Program: Marilyn Boisvert presented her report. Complete copy of Marilyn's report is available upon request.

Society: Stephen Beam presented his report as a power point presentation. Copy of Stephen's power point is available upon request.

1.07 Elections for the 2016/2017 Board of Directors

Angela Biblow informed those present that Helen Napier would commit to remaining Board President. Cassandra Kostuk was not present at the meeting, however Angela informed those present that Cassandra would step down from her role as Board Secretary and remain a member of the Board. The position of Board Treasurer was discussed and will remain open at this time. There was discussion of a suitable candidate for Treasurer, said candidate is unable to commit to our Board until April 2017. The Board of Director's positions were discussed, with the following executive positions:

President by Acclamation: Helen Napier Vice President by Acclamation: Angela Biblow Secretary: Jenelle Frisken Treasurer: Open

1.08 Next AGM & Next Monthly Meeting

The next Annual General Meeting will be held at the Parent Link Centre gym on Wednesday, September 13, 2017 at 7:00 p.m. The next monthly Board of Directors meeting is scheduled to be held on Wednesday, October 19, 2016 at 7:00 p.m. at the Modular.

1.09 Adjournment

Angela Biblow adjourned the meeting at 8:01 p.m.

Proposed Bylaw Revisions

(Agenda Item 1.06)

All revisions are highlighted so a comparison to the original is clear. All additions are noted.

Article 2.3	as described in Article <mark>4</mark>
Article 2.7	Officer means any Officer listed in Article 5.3
Article 3.1	Classification of Members
	4. Unregistered Members – families who have paid the one time Membership fee
Article 3.2	Admission of Members

Any individual may become a Member in the appropriate category by meeting the requirements of 3.1. The individual meeting the criteria set in categories 1-4 will be entered as a Member under the Register of Members.

Article 3.4 Rights and Privileges

1. Receive notice of the Annual General Meeting of the Society

Article 3.7 ... for under article 3.8

Article 3.8 Suspension of Membership

The Board, at a Special Meeting called for that purpose, may suspend a Voting Member's membership for one or more of the following reasons:

- 1. The Voting Member has failed to abide by the Bylaws.
- 2. The Voting Member has disrupted meetings or functions of the Society.
- 3. The Voting Member has been absent for 3 consecutive General meetings.
- 4. The Voting Member has done anything judged to be harmful to the Society.

Article 3.9 Notice to Voting Member

The affected Voting Member will receive written notice of the Board's intention to decide whether that Voting Member should be suspended or not. The Voting Member will receive at least two (2) weeks' notice before the Special General Meeting. The notice will be sent by registered mail to the last known address of the Voting Member shown in the records of the Society. The notice may also be delivered by an Officer of the Board. The notice will state the reasons why suspension is being considered.

3.10 Decision of the Board

The Voting Member will have an opportunity to appear before the Board to address the matter. The Board may allow another person to accompany the Voting Member. The Board will determine how the matter will be dealt with, and may limit the time given the Voting Member to address the Board. The Board may

exclude the Voting Member from its discussion of the matter, including the deciding vote. The decision of the Board is final.

Article 3.11 Termination of Membership (Addition)

Expiration

If a member has not resigned their membership they will automatically be removed from the Register of Members after a period of 20 years, unless the Board is notified in writing that the member wishes to maintain their membership.

Article 3.13 Continued Liability for Debts Due

...by resignation, death, expulsion, or expiration...

Article 4.1 Quorum

Attendance by 50% of the Voting Members at any Meeting of the Society is a quorum....

- Article 4.2 The Annual General Meeting (Addition)
 - All Members are eligible to vote one time per Board position, at the Annual General Meeting, in order to select Elected Members. Members must be present to vote. No proxy voting is permitted

Article 5.3 Composition of the Board

The Board consist of a minimum of <mark>4</mark> members and a maximum of <mark>10</mark> members. The Officers of the Board are...

STEPPING STONES DAY CARE SOCIETY By-Laws Revised February 2016

ARTICLE 1 - Preamble

1.1 The Society

The name of the Society is Stepping Stones Day Care Society, or SSDCS. The Society was formed in 1975 in Grande Prairie, Alberta.

- 1.2 This document is the revised general bylaws of Stepping Stones Day Care Society. These bylaws regulate the transaction of business and affairs for Stepping Stones Day Care Society.
- 1.3 The following articles set forth Bylaws of Stepping Stones Day Care Society.

ARTICLE 2 – Defining and Interpreting the Bylaws

2.1 Definitions

In these Bylaws, the following words have these meanings.

- 2.2 Act means the Societies Act R.S.A. 2000, Chapter S-14 as amended, or any stature substituted for it.
- 2.3 General Meeting means the Annual General Meeting, Special General Meeting and Monthly General Meeting as described in Article 5.
- 2.4 Board means the Board of Directors of this Society.
- 2.5 Bylaws means the Bylaws of the Society as amended.
- 2.6 Director means any person elected or appointed to the Board, this includes the President.
- 2.7 Officer means any Officer listed in Article 6.
- 2.8 Registered Office means any Registered Office of the Society.

2.9 Register of Members means the register maintained by the Board of Directors containing the names of the Members.

- 2.10 Society means Stepping Stones Day Care Society.
- 2.11 Voting Members means a Member entitled to vote at the meetings of the Society.

2.12 Interpretation

The following rules of interpretation must be applied to interpreting these Bylaws.

- 1. Singular and Plural: words indicating the singular number also include the plural and vice-versa
- 2. Corporation: words indicating persons also include corporations
- 3. Headings are for convenience only. They do not affect the interpretation of these Bylaws.
- 4. Liberal Interpretation: these Bylaws must be interpreted broadly and generously

ARTICLE 3 – Membership

- 3.1 Classification of Members There are four categories of Members:
 - 1. Elected Members comprise the Board of Directors, elected at the Annual General Meeting.
 - 2. Guest Member non-voting position for the Executive Director of the Society.
 - 3. Appointed Members the voting members may select any individual and pass a resolution recognizing the person as a Member of the Board.
 - 4. Unregistered Member families who have paid the one time Society fee
- 3.2 Admission of Members

Any individual may become a Member in the appropriate category by meeting the requirements of 4.1 (1-3). The individual meeting the criteria set in categories 1-3 will be entered as a Member under the Register of Members.

- 3.3 Membership Fees
 - 1. Membership fees are paid one time only per family upon registration.
 - 2. Membership fees are set by the Board of Directors.
- 3.4 Rights and Privileges of Members Any Member in good standing is entitled to:
 - 1. Receive notice of meeting of the Society;
 - 2. Attend any meeting of the Society;
 - 3. Speak at any meeting of the Society; and
 - 4. Exercise other rights and privileges given to Members in these bylaws.
- 3.5 Voting Members The only Members who can vote at meeting of the Society are:
 - 1. Elected Members in good standing
 - 2. Appointed Members in good standing
- 3.6 Number of Votes

A voting Member is entitled to one (1) vote at any meeting of the Society.

- 3.7 Member in Good Standing A member is in good standing when;
 - 1. The Member has paid membership fees or other required fees to the Society.
 - 2. The member is not suspended as a Member as provided for under article 4.8.

3.8 Suspension of Membership

The Board, at a Special Meeting called for that purpose, may suspend a Member's membership for one or more of the following reasons:

- 1. The Member has failed to abide by the Bylaws.
- 2. The Member has disrupted meetings or functions of the Society.
- 3. The Member has been absent for 3 consecutive General meetings.
- 4. The Member has done anything judged to be harmful to the Society.

3.9 Notice to Member

The affected member will receive written notice of the Board's intention to decide whether that Member should be suspended or not. The Member will receive at least two (2) weeks' notice before the Special General Meeting. The notice will be sent by registered mail to the last known address of the Member shown in the records of the Society. The notice may also be delivered by an Officer of the Board. The notice will state the reasons why suspension is being considered.

3.10 Decision of the Board

The Member will have an opportunity to appear before the Board to address the matter. The Board may allow another person to accompany the Member. The Board will determine how the matter will be dealt with, and may limit the time given the Member to address the Board. The Board may exclude the Member from its discussion of the matter, including the deciding vote. The decision of the Board is final.

3.11 Termination of Membership

Resignation

The President and Vice President must give one (1) month notice of resignation any other Member may resign from the Society by sending or delivering a written notice to the President or Vice President of the Society. Once notice is received, the Member's name will be removed from the Register of Members. The Member is considered to have ceased being a Member on the date their name is removed from the Register of Members.

Death

The membership of a Member is ended upon their death.

Expulsion

The Society may, by Special Resolution at a Special Meeting called for such a purpose, expel any Member for any cause which is deemed sufficient in the interests of the Society. This decision is final. On passage of the Special Resolution, the name of the Member is removed from the Register of Members. The Member is considered to have ceased being a Member on the date their name is removed from the Register of Members.

3.12 Transmission of Membership

No right or privilege of any Member is transferable to another person. All rights and privileges cease when the Member resigns, dies or is expelled from the Society.

3.13 Continued Liability for Debts Due

Although a Member ceases to be a Member, by resignation, death or expulsion he is liable for any debts owing to the Society at the date of ceasing to be a member.

3.14 Limitation on the Liability of Members

No Member is, in his individual capacity, liable for any debt or liability of the Society.

ARTICLE 4 – Meetings of the Society

4.1 Quorum

Attendance by 50% of the Members at any Meeting of the Society is a quorum. The President cancels the General Meeting if a quorum is not present within one-half (1/2) hour after the set time. If cancelled, the meeting is rescheduled within (2) weeks, the President sets the time and location of the meeting. If quorum is not present within one-half (1/2) hour after the set time of the second meeting the meeting will proceed with the Members in attendance.

4.2 The Annual General Meeting

- 1. The Society holds its Annual General Meeting no later than September 15th of each calendar year, in Grande Prairie, Alberta. The Board sets the place, day and time of the meeting.
- 2. The Secretary mails or delivers a notice to each Member at least twenty-one (21) days before the Annual General Meeting. This notice states the place, date and time of the Annual General Meeting, and any business requiring a Special Resolution.
- 4.3 Agenda for the Meeting The Annual General Meeting deals with the following matters:
 - 1. Adopting the agenda
 - 2. Adopting the minutes of the last Annual General Meeting
 - 3. Considering the Executive Director and Program Coordinator Reports
 - 4. Reviewing the financial statements setting out the Society's income, disbursements, assets and liabilities and the auditor's report
 - 5. Appointing the auditors
 - 6. Electing the President
 - 7. Electing the Members of the Board
 - 8. Considering matters specified in the meeting notice
 - 9. Set place, date and time for next Annual General Meeting

- 4.4 Special General Meeting A Special General meeting may be called at any time:
 - 1. By a resolution of the Board of Directors to that effect
 - 2. On written request of at least three (3) Directors. The request must state the reason for the Special General meeting and the motion (s) intended to be submitted.
 - 3. The Secretary mails or delivers a notice to each member at least twenty-one (21) days before the Special General Meeting. This notice states the place, date, time and purpose of the Special General Meeting.
- 4.5 Agenda for the Special General Meeting Only the matter(s) set out in the notice for the Special General Meeting are considered at the Special General Meeting.
- 4.6 Monthly General Meeting

A Monthly General Meeting is scheduled August – June each year, the Board must meet a minimum of nine (9) times per year. The place time and date of the Monthly General Meeting are set by the President following the Annual General Meeting.

- 4.7 Agenda for the Monthly General Meeting The Monthly General Meetings deal with the following:
 - 1. Adopting the Agenda.
 - 2. Adopting the Minutes of the previous Monthly General Meeting.
 - 3. Considering the Executive Director and Program Coordinator Reports
 - 4. Reviewing the financial statements setting out the Society's income, disbursements, assets and liabilities
 - 5. Considering matters specified in the Agenda.
 - 6. Set place, time and date for next meeting

4.8 Attendance of the Public

General Meetings of the Society are open to the public. A majority of the Members present may ask any persons who are not members to leave.

4.9 Presiding Officer

The President chairs every General Meeting of the Society. The Vice-President chairs in the absence of the President. If neither the President nor the Vice President is present within on-half (1/2) hour after the set time for the General Meeting, the Members present choose one (1) of the Members to chair.

4.10 Voting

1. Each voting Member, has one (1) vote. A show of hands decides every vote at every General Meeting.

- 2. A ballot is used if at least three (3) Members request it. In such a case, the President or the presiding officer will set the time, place and method for a ballot vote. A request for ballot may be withdrawn by the requesting members.
- 3. The President does not have a second or casting vote in the case of a tie vote. If there is a tie vote, the motion is defeated.
- 4. A voting Member may not vote by Proxy.
- 5. A majority of the votes of the voting Members present decides each issue and motion.
- 6. The President declares a motion carried or lost. This statement is final, and does not have to include the number of votes for and against the motion.
- 7. The President decides any dispute on any vote. The President decides in good faith, and this decision is final.
- 4.11 Failure to Give Notice of meeting No action taken at a General meeting is invalid due to:
 - 1. Accidental omission to give any notice to any Member
 - 2. Any Member not receiving any notice
 - 3. Any error in any notice that does not affect the meaning
- 4.12 Written Resolution of All the Voting Members

A majority of Voting Members may agree to and sign a resolution in person or by electronic means. This resolution is as valid as one passed at a General meeting. It is not necessary to give notice or to call a General meeting. The date on the resolution is the date it is passed.

ARTICLE 5 – The Government of the Society

5.1 Governance and Management of the Society

The Board of Directors governs and manages the affairs of the Society. The Board hires a paid Executive Director to carry out management functions under the direction and supervision of the Board.

- 5.2 Powers and Duties of the Board The Board has the powers of the Society, except as stated in the Societies Act. The powers and duties of the Board include:
 - 1. Promoting the objects of the Society
 - 2. Promoting membership in the Society
 - 3. Hiring an employee to operate the Society
 - 4. Regulating that employees' duties and setting their salary
 - 5. Maintaining and protecting the Society's assets and property
 - 6. Approving an annual budget for the Society and each program operated by the Society
 - 7. Paying all expenses for operating and managing the Society
 - 8. Paying persons for services and protecting persons from debts of the Society
 - 9. Investing any extra monies
 - 10. Financing the operation of the Society and borrowing or raising monies
 - 11. Making policies for managing and operating the Society

- 12. Approving all contracts for the Society
- 13. Maintaining all accounts and financial records of the Society
- 14. Appointing legal counsel as necessary
- 15. Making policies, rules and regulation for operating the Society and using its facilities and assets
- 16. Selling disposing of or mortgaging any or all of the property of the Society
- 17. Delegating its duties to the paid Executive Director of the Society without limiting the general responsibility or authority of the Board
- 5.3 Composition of the Board The Board consist of a minimum of 3 members and a maximum of 8 members. The Officers of the Board are:
 - 1. The President
 - 2. The Vice President
 - 3. The Secretary
 - 4. The Treasurer
- 5.4 Duties of the Officers of the Society:
 - The President
 - 1. Supervises the affairs of the Board
 - 2. Attends and chairs all meetings of the Society, the Board and the Personnel Committee
 - 3. Is an ex officio member of all Committees
 - 4. Acts as the spokesperson for the Society and Board
 - 5. Carries out other duties assigned by the Board

The Vice President

- 1. Attends all meetings of the Society, the Board and Personnel Committee and presides at meetings in the President's absence.
- 2. Replaces the President at functions when asked to do so by the President or the Board.
- 3. Carries out other duties assigned by the Board.

The Secretary

- 1. Attends all meetings of the Society, The Board and Personnel Committee
- 2. Keeps accurate minutes of these meetings
- 3. Has charge of the Board's correspondence
- 4. Makes sure a record of names and addresses of all Members of the Society is kept.
- 5. Makes sure all notices of various meetings are sent.
- 6. Controls the seal of the Society
- 7. Carries out other duties assigned by the Board

The Treasurer

1. Attends all meetings of the Society, The Board and Personnel Committee.

- 2. Makes sure all monies paid to the Society are deposited in a chartered bank, treasury branch or trust company chosen by the Board
- 3. Makes sure a detailed account of revenues and expenditures is presented to the Board at every Monthly General Meeting.
- 4. Makes sure an audited statement of the financial position of the Society is prepared and presented to the Annual General Meeting.
- 5. Makes recommendations to the Board for choosing the auditors.
- 6. Carries out other duties assigned by the Board

Duties of the Members at Large

- 1. Attend all meetings of the Society and the Board
- 2. Carries out other duties assigned by the Board

Duties of the Guest Member - Executive Director

The Board will hire an Executive Director to carry out the day to day operations of the Society.

The Executive Director reports to and is responsible to the Board and acts as an advisor to the Board.

The Executive Director does not have a vote at any meeting.

- 1. Acts as the Administrator of the Society for the Board
- 2. Attends all meetings of the Board and the Society
- 3. Responsible for hiring, supervising, evaluating and releasing all other paid staff
- 4. Interprets and applies the Board policies
- 5. Responsible to keep the Board informed about the affairs of the Society
- 6. Responsible to maintain the Society's books
- 7. Prepares budgets for Board approval
- 8. Plans programs and services based on the Board's priorities
- 9. Carrying out other duties assigned by the Board

5.6 Personnel Committee

Members of this committee are the Officers of the Board The committee is responsible for:

- 1. Recommending a job description, qualifications, and performance appraisal system for the Executive Director.
- 2. Interviewing applicants for the position of Executive Director of the Society and recommending an appointment to the Board.
- 3. Recommending policies on personnel to the Board including recruiting, hiring, evaluation and dismissal, contracts of employment salary and employee benefits.
- 4. Acting as a mediator for personnel problems.
- 5. Carrying out other duties assigned by the Board.

ARTICLE 6 – Finance and Other Management Matters

6.1 The Registered Office

The Registered Office of the Society is located in Grande Prairie Alberta. Another place may be established at the Annual General Meeting or by resolution of the Board.

6.2 Finance and Auditing

The fiscal year of the Society ends on March 31 of each year. There must be an audit of the books, accounts and records of the Society at least once each year. A qualified accountant appointed at each Annual General Meeting must do this audit. At each Annual General Meeting of the Society the auditor submits a complete statement of the books for the previous year.

6.3 Seal of the Society

- 1. The Secretary has control and custody of the seal, unless the Board decides otherwise.
- 2. The Seal of the Society can only be used by Officers authorized by the Board. The Board is required to pass a motion to name the Officers authorized.
- 6.4 Cheques and Contracts of the Society
 - 1. The President and Treasurer are designated signing Officers of the Board. The Board authorizes The Executive Director and one other employee to have signing authority.
 - 2. The Executive Director and the other employee with signing authority may not sign their own pay cheque.
 - 3. The Board of Directors must be notified for printed cheques over \$10,000.
 - 4. All contracts must be signed by the Officers of the Board or other person authorized to do so by a resolution of the Board.
- 6.5 The Keeping and Inspection of the Books and Records of the Society
 - 1. The Secretary keeps the original Minute Books at the Registered Office of the Society. This record contains minutes from all meetings of the Society, the Board and the Personnel Committee.
 - 2. The Board keeps and files all necessary books and records of the Society as required by the Bylaws of the Societies Act, or any other statute or law at the Registered Office of the Society.
 - 3. A Member wishing to inspect the books or records of the Society must give reasonable notice to the President or the Secretary of the Society of his intention to do this.
 - 4. Unless otherwise permitted by the Board, inspections will take place at the Registered Office, or other regular premises operated by the Society during normal business hours.
 - 5. All financial records of the Society are open for such inspection by the Members.
 - 6. All records of the Society are open for inspection, except for those deemed confidential by the Board.

6.6 Borrowing Powers

- 1. The Society may borrow or raise funds to meet its objects and operations. The Board decides the amounts and ways to raise money, including giving or granting security.
- 2. The Society may issue debentures to borrow only by resolution of the Board confirmed by a Special Resolution of the Society.

6.7 Payments

- 1. No Member, Director or Officer of the Society receives any payment for his services as a Member, Director or Officer.
- 2. Expenses incurred carrying out Society duties may be reimbursed upon Board approval.
- 6.8 Protection and Indemnity of Directors and Officers
 - 1. Each Director or Officer holds office with protection from the Society. The Society indemnifies each Director or Officer against all costs or charges that result from any act done in their role for the Society. The Society does not protect any Director or Officer for acts of fraud, dishonesty or bad faith.
 - 2. No Director of Officer is liable for the acts of any other Director, Officer or employee. No Director or Officer is responsible for any loss or damage due to the bankruptcy, insolvency or wrongful act of any person, firm or corporation dealing with the Society No Director or Officer is liable for any loss due to an oversight or error in judgement or by an act in his role for the society unless the act is fraud, dishonesty or bad faith.
 - 3. Directors or Officers can rely on the accuracy of any statement or report prepared by the Society's auditor. Directors or Officers are not held liable for any loss or damage as a result of acting on that statement or report.

ARTICLE 7 – Amending the Bylaws

- 7.1 Changes can be made to these Bylaws.
 - 1. These Bylaws may be cancelled, altered or added to by a Special Resolution at any Annual General or Special General Meeting of the Society.
 - 2. The twenty-one (21) day notice of the Annual General or Special General meeting of the Society must include details of the proposed resolution to change the Bylaws.
 - 3. The amended Bylaws take effect after approval of the Special Resolution at the Annual General Meeting or Special General Meeting and accepted by the Corporate Registry of Alberta.

ARTICLE 8 – Distributing Assets and Dissolving the Society

- 8.1 The Society does not pay any dividends or distribute its property among its Members.
 - 1. If the Society is dissolved, any funds or assets remaining after paying all debts are paid to a registered and incorporated charitable organization. Members select this organization by