



NANTON

Golf Club Bylaws -AGM March 28, 2021

Revisions as per Corporate Registry –June 14, 2021

Article I. NAME.....3
Article II. NON-PROFIT SOCIETY.....3
Article III. INTERPRETATION.....3
Article IV. MEMBERSHIP3
 Section 4.01 Members residing within the Nanton Golf Club Zone.....4
 Section 4.02 Members residing outside the Nanton Golf Club Zone.....4
Article V. FEES5
 Section 5.01 Deposits5
 Section 5.02 Membership Fees5
 Section 5.03 Special Assessments5
Article VI. GENERAL MEETINGS.....5
 Section 6.01 Annual General Meeting.....5
 Section 6.02 Special Meetings.....6
 Section 6.03 Quorum.....6
 Section 6.04 Voting.....7
Article VII. MANAGEMENT8
Article VIII. BOARD.....8
 Section 8.01 Directors.....8
 Section 8.02 Powers of the Board9
 Section 8.03 Vacancies10
 Section 8.04 Board Meetings.....11
 Section 8.05 Committees.....12
 Section 8.06 Officers.....12
 Section 8.07 President.....13
 Section 8.08 Vice-President.....13
 Section 8.09 Secretary13
 Section 8.10 Treasurer.....14
Article IX. BOARD CONFIDENTIALITY14
Article X. AUDITORS.....15
Article XI. FINANCIAL YEAR END15

Article XII. BANKING AND SIGNING OFFICERS.....	15
Article XIII. SEAL	15
Article XIV. BYLAWS.....	16
Article XV. LIABILITY	16
Article XVI. EXPULSION	16
Article XVII. INDEMNITY AND PROTECTION OF DIRECTORS.....	17
Section 17.01 Indemnity.....	17
Section 17.02 Protection	17
Article XVIII. INSPECTING BOOKS AND RECORDS.....	18
Article XIX. DISSOLUTION	18
Article XX. DEFINING AND INTERPRETING THE BYLAWS	19

Article I. **NAME**

The name of the society is “Nanton Golf Club”.

The Nanton Golf Club operates a public golf course for use by its Members and the public on lands owned by the Town of Nanton.

Article II. **NON-PROFIT SOCIETY**

The Club shall be a non-profit organization, be governed by the Societies Act, and all contributions received and all monies earned shall be used to further the objectives of the club

Article III. **INTERPRETATION**

In these bylaws, the singular shall include the plural and the plural shall include the singular. The word “person” shall include a corporation and the masculine shall include the feminine and the neuter.

Article IV. **MEMBERSHIP**

The Board in Policy and Procedures may make such rules, regulations, and processes including criteria for membership and categories of memberships as it deems appropriate and necessary for Membership in the Club.

A person or Corporation is a Member of the Nanton Golf Club society with the purchase of a deposit and all criteria outlined in the Policy and Procedures have been met.

Members may formally resign from the Nanton Golf Club society by:

- a) Selling deposit as outline in Policy and Procedures, or
- b) Delivering a notice in writing to the registered office of the Nanton Golf Club

Section 4.01 Members residing within the Nanton Golf Club Zone

Rights and Privileges

Adult Members may be elected to Board of Directors

Has voting privileges on all matters pertaining to the Society

May sit on any committee

Member playing privileges as outlined in Policy and Procedures

Responsibility

All Members will abide by the rules and regulations of the Club.

Section 4.02 Members residing outside the Nanton Golf Club Zone

Rights and Privileges

Adult Members may be elected to Board of Directors

Has voting privileges on matters pertaining to the Society with the exception of:

- a) All matters relating to borrowing of funds;
- b) Capital expenditures; and
- c) The Bylaws of the Club.

The above exception is waived when elected to the Board of Directors.

May sit on any committee

Member playing privileges as outlined in Policy and Procedures

Responsibility

All Members will abide by the rules and regulations of the Club.

Article V. **FEES**

All fees are set by the Board yearly.

Section 5.01 Deposits

A Deposit must be purchased in order to attain membership privileges in the Nanton Golf Club.

Section 5.02 Membership Fees

Membership fees are due on or before April 1st of each year

Section 5.03 Special Assessments

The Adult Members of the Club may, by Special Resolution at a General Meeting, levy and provide for the collection of special assessments for a capital project or projects.

Article VI. **GENERAL MEETINGS**

Section 6.01 Annual General Meeting

- (a) There shall be an annual general meeting held on or before March 31st in the next ensuing year.
- (b) Notice of which shall be given to all Adult Members in Good Standing at least 30 days in advance of the meeting:
 - (i) by ordinary mail to the last known address of the Adult Members on the records of the Club;
 - (ii) by notice published in a regular newsletter sent to members individually; or

- (iii) by electronic means such as email.
 - (iv) The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice shall not invalidate proceedings at that meeting.
- (c) Chairperson may adjourn any General Meeting at any time and unfinished business from the adjourned meeting will be rescheduled at a subsequent meeting. A subsequent meeting does not require notice in writing but requires a quorum.

Section 6.02 Special Meetings

Special Meetings of the Club may be called at any time

- (a) upon the instructions of the President or a quorum of the Board,
- (b) by the President or Vice-President upon receipt by him of a petition signed by 1/3 of the Adult Members who are Members in Good Standing setting forth the reasons for calling such meeting, or
- (c) Notice of which shall be given to all Adult Members in Good Standing at least 30 days in advance of the meeting:
 - (i) by ordinary mail to the last known address of the Adult Members on the records of the Club;
 - (ii) by notice published in a regular newsletter sent to members individually; or
 - (iii) by electronic means such as email.
 - (iv) The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice shall not invalidate proceedings at that meeting.

Section 6.03 Quorum

- (a) Ten percent (10%) of the Adult Members who are Members in Good Standing of the Club shall constitute a quorum at any General Meeting of the Club described in Article VI.

Section 6.04 Voting

- (a) An Adult Member residing in the Nanton Golf Club Zone who is a Member in Good Standing is entitled to vote on all motions at meetings of the Club.
- (b) An Adult Member residing outside the Nanton Golf Club Zone who is a Member in Good Standing is entitled to vote on all motions at meetings of the Club except the following motions:
 - (i) all matters relating to borrowing of funds;
 - (ii) capital expenditures; and
 - (iii) the Bylaws of the Club.
- (c) To vote on any motion, Adult Members who are Members in Good Standing may vote in person; by electronic means like email or video conferencing; or by mail in ballot.
- (d) At all meetings of the Club,
 - (i) every motion shall be decided by a majority of the votes of the Adult Members who are Members in Good Standing who are eligible to vote on such matters.
 - (ii) every motion shall be decided in the first instance by a show of hands, unless a poll is demanded.
 - (iii) the demand for a poll may be withdrawn, but if a poll be demanded and not withdrawn, the motion shall be decided by a majority of votes given by the Adult Members who are Members in Good Standing present in person or attending by electronic means and such poll shall be taken in such manner as the Chairperson shall direct and the result of such poll shall be deemed the decision of the Club in any meeting upon the matter in question.
 - (iv) no decision on any motion relating to any of the items referred to in Section 6.04 (b) inclusive shall deem to be valid or passed unless 10% of the Nanton Golf Club Zone Adult Members who are Members in Good Standing are in attendance at the meeting.
 - (v) a declaration by the Chairperson that a motion has been carried or not carried and an entry to that effect in the minutes of the Club shall be sufficient evidence of the fact without proof of the number of the votes accorded in favour of or against such motions.

- (vi) in case of an equality of votes at any meeting, whether upon a show of hands or by a poll, the Chairperson shall be entitled to vote.

Article VII. **MANAGEMENT**

The property and business of the Club shall be managed by the Board except in such matters as may be required to be dealt with by the Adult Members of the Club at general meetings.

- (a) The Board shall consist of 7 Adult Members, elected from the Membership, of whom a simple majority shall constitute a quorum.
- (b) Policy and Procedures applicable to the operations of the Club shall be reviewed and amended on a regular basis by the Board of Directors to ensure best business practices are adopted.
- (c) The Town of Nanton may appoint one Town of Nanton Council Member to attend Board meetings. This person shall not be entitled to vote on a Board Resolution.
- (d) No employee, contractor, individual or Member of the Club shall have the power to pledge the credit of the Club, in connection with any matters whatsoever.
- (e) Notwithstanding the above, the Board shall have the authority to draw cheques in payment for services, materials and grants which payments have been approved by the Board.

Article VIII. **BOARD**

Section 8.01 Directors

- (a) A Director must be an Adult Member in Good Standing for a minimum of 1 year prior to nomination to the Board.
- (b) Directors shall be elected at the AGM.
- (c) There shall be a minimum of 5 Directors residing in the Nanton Golf Club Zone, and a maximum of 2 Directors may reside outside the Nanton Golf Club Zone.

- (d) Directors shall be elected for a term of 2 years. 3 Directors shall be elected in each odd numbered year, and 4 Directors shall be elected in each even numbered year.
- (e) No Officer or Director of the Board shall receive any remuneration for his service. Any individual may be reimbursed for expenses incurred on behalf of the Club if such expenses have been given prior approval by way of a majority vote of the Directors.
- (f) Any Director or Officer of the Society may be removed at a Special Meeting called for that purpose prior to the expiry of their term by the vote of not less than 74% of those Members of the Society in attendance, if entitled to do so.
- (g) The office of Director shall be automatically vacated if:
 - (i) a Director resigns his office by delivering a written resignation to the Board;
 - (ii) he becomes incompetent as certified by 2 doctors;
 - (iii) on death;
 - (iv) he ceases to be a Member in Good Standing;
 - (v) he is absent for 3 consecutive meetings of the Board, or 40% of the meetings of the Board in any fiscal year, unless such absence is for health or other reasons and such absence is authorized by a Board Resolution;
 - (vi) for cause as determined by a Board Resolution; or
 - (vii) a Director, who at the time of appointment resided in the Nanton Golf Club Zone and ceases to reside in the Nanton Golf Club Zone and if there already are 2 Directors on the Board who reside outside the Nanton Golf Club Zone.
- (h) Every Director shall act honestly and in good faith with a view to the best interests of the Nanton Golf Club and its members and exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Section 8.02 Powers of the Board

- (a) The Board may not borrow for Capital expenditures without prior approval of the membership at an AGM or Special meeting called for that purpose. If the Nanton Golf Club Board of Directors borrows by issuing debentures for a long term loan that is

- secured with Nanton Golf Club assets they must get approval by Members in Good Standing at a meeting of the society. There must be a special resolution passed by a 75% majority.
- (b) The Board may spend for capital expenditures up to a maximum of \$60,000.00 annually, but any capital expenditures in excess of this amount require the prior approval of the Members entitled to vote on such motion at a General Meeting.
 - (c) The Board shall have authority to borrow up to a maximum of \$60,000.00 for operating expenditures. Any borrowing for operating expenditures in excess of \$60,000.00 shall require authorization by the Membership at a General Meeting.
 - (d) The Board shall have the following powers:
 - (i) to engage such agents and service providers as they deem necessary and shall regulate their duties and fix salaries;
 - (ii) to review all permanent employee contracts;
 - (iii) all permanent employee contracts must be approved by a majority vote of Board of Directors;
 - (iv) to manage and review all permanent staff performance expectations as outlined in their contract and or Policy and Procedures; and
 - (v) to manage the business affairs of the Club in accordance to the Policy and Procedures.
 - (e) The Board shall present its proposed capital and operating budget for the ensuing year at each AGM.

Section 8.03 Vacancies

The Board may vote in a replacement Director, when feasible, when the number of directors falls below the numbers set out in Section 8.01 (c). Said vacancies will be filled in the regular manner at the next AGM.

Section 8.04 Board Meetings

- (a) The President shall preside as Chairperson at meetings of the Board and the Vice-President shall preside as Chairperson meetings of the Board in the absence of the President.
- (b) Regular meetings of the Board shall be held with a minimum of ten (10) meetings each year. The time and place of such meetings to be determined by the Board annually at the first meeting following the AGM, but may be changed by the Board from time to time as the Board may deem advisable.
- (c) Any Adult Member in Good Standing may attend regularly scheduled Board meetings, except for in camera sessions, and must abide by Policy and Procedures.
- (d) Special meetings of the Board may be called on forty-eight (48) hours' notice by the President or at the request of any 3 members of the Board.
- (e) A minute book, either in electronic or paper format, shall be kept. Minutes of all regular and special meetings shall be recorded therein by the Secretary of the Board. The minute book shall be kept at the Club office and will be available for Members to review at any time upon giving reasonable written notice and arranging a time satisfactory to the Officer or Officers having charge of same. Photocopies of approved minutes will be available to Members for a nominal fee, as set by the Board. Each member of the Board shall at all times have access to such books and records.
- (f) The minutes of the past 12 months of Board meeting and the most recent AGM shall be available on the Member website.
- (g) A meeting agenda will be posted prior to Board meetings.
- (h) A quorum of the Board shall consist of a minimum of 4 Directors.
- (i) All Board Resolutions shall be decided by a majority of the Directors present or attending by electronic means.
- (j) Voting on all matters must be done by the raising of the hand in such a clear manner that they may be easily counted by the presiding Officer.
- (k) The President shall have a vote on any motion, and in the event of a tie, the motion shall be lost.

- (l) The Board at any meeting may elect to go into an in camera meeting to discuss confidential matters including, without limitation, personnel and legal issues.
- (m) If all the Directors consent thereto generally, or in respect of a particular meeting, a Director may participate in a meeting of the Board or of a committee of the Board by means of a conference call or other communications facilities as may permit all persons participating in the meeting to hear each other, and a Director participating in such a meeting by such means is deemed to be present at the meeting.
- (n) A Board Resolution in writing, signed by all the Directors entitled to vote on that Board Resolution at a meeting of Directors or committee of Directors, is as valid as if it had been passed at a meeting of the Board or committee of Directors.
- (o) The Directors may waive notice of any meeting of the Board.

Section 8.05 Committees

- (a) The President, with the approval of the Board may establish such committees as shall be deemed necessary for the Club.
- (b) All committee chairs shall be appointed by the Board and are subject to removal by it.
- (c) All committee members shall be appointed by the committee chairs
- (d) Each committee shall be responsible to the Board and the duties of each committee shall be determined by the Board.
- (e) The Board shall appoint a liaison from the Board for each committee.
- (f) The committee shall meet as required at the call of the Chairperson of such committee.

Section 8.06 Officers

- (a) From within the Board of Directors there shall be 4 Officers appointed.
- (b) The Officers of the Club shall hold office for one year from the date of appointment or election or until their successors are elected or appointed in their stead. Director can hold position for subsequent years if re-appointed. Officers shall be subject to removal by a Board Resolution at any time.

- (c) The Officers of the Club shall consist of the President, Vice-President, Secretary and Treasurer.
- (d) The President and Vice-President must be Directors of the Club.
- (e) The Board may delegate the authority for the day-to-day operations of the golf course to an employee. The employee in this position will perform such functions set forth in a job description approved by the Board.
- (f) Duties of all other Officers of the Club shall be such as the terms of their engagement call for or the Board requires of them.

Section 8.07 President

- (a) The President shall preside at all meetings of the Club and of the Board.
- (b) He shall see that all orders and Board Resolutions are carried into effect. He shall be ex-officio member of all committees.

Section 8.08 Vice-President

- (a) The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President, and shall perform such other duties as shall from time to time be imposed upon him by the Board.

Section 8.09 Secretary

The Secretary need not be a Director of the Club. If not a Director, this person shall have no voting rights at Board meetings.

- (a) The Secretary shall be empowered by the Board, upon a Board Resolution:
 - (i) shall carry on the affairs of the Club generally under the supervision of the Officers thereof ;
 - (ii) shall attend all meetings and act as clerk thereof (or he may delegate the responsibilities of clerk) and record all votes and minutes of all proceedings in the books to be kept for that purpose;

- (iii) shall give, or cause to be given, notice of all meetings of the Adult Members and of the Board and shall perform such other duties as may be prescribed by the Board or President;
- (iv) shall keep a record of all the Members of the Club and their addresses;

Section 8.10 Treasurer

The Treasurer need not be a Director of the Club. If not a Director, this person shall have no voting rights at Board meetings.

- (a) The Treasurer shall be empowered to:
 - (i) have custody of the funds and securities of the Club;
 - (ii) keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the Club in the books belonging to the Club;
 - (iii) deposit all monies, securities and other valuable effects in the name and to the credit of the Club in such chartered bank or trust company, or in the case of securities, in such registered dealer in securities as may be designated by the Board from time to time;
 - (iv) disburse the funds of the Club as may be directed by proper authority taking proper vouchers for such disbursements;
 - (v) render to the President and Directors at the regular meeting of the Board, or whenever they may require it, an accounting of all the transactions and a statement of the financial position of the Club;
 - (vi) collect and receive the annual dues levied by the Club; and
 - (vii) also perform such other duties as may from time to time be directed by the Board.

Article IX. BOARD CONFIDENTIALITY

The Nanton Golf Club is committed to openness, transparency, and accountability. Our policies shall reflect our wish to release all information we hold as far as this is consistent with the protection of individual privacy, the effective management of our organisation, and relevant legislation.

- (a) Board members are not authorised to release to any person any material that has been ruled by the Board to be confidential or discussed in in-camera meetings.
- (b) It is the responsibility of the President to view all materials prior to release to Club Members.

Article X. **AUDITORS**

A qualified accountant shall be appointed annually by the Board to audit the books, accounts and records of the Club at least yearly. At each annual general meeting, the auditor shall submit a complete and proper statement of the standing of the books and accounts for the previous year.

Article XI. **FINANCIAL YEAR END**

Unless otherwise decided by the Board, the fiscal year end of the Club shall be October 31st.

Article XII. **BANKING AND SIGNING OFFICERS**

The signing Officers of the Club shall be any two of the President, Vice-President and one other Director appointed by the Directors, or by a Board Resolution authorizing an additional Director to have signing authority for the Club.

Article XIII. **SEAL**

The Seal of the Society shall be held in the custody of the President or with such other person as the Board of Directors of the Society by a Board Resolution determine and the seal shall be affixed to all documents requiring the seal of the Society and signed by any two of the President or Vice-President and the Secretary or Treasurer.

Article XIV. **BYLAWS**

- (a) These Bylaws hereby repeal and replace all previous Bylaws of the Club.
- (b) The Bylaws may be enacted, amended or repealed by Special Resolution at a General Meeting

Article XV. **LIABILITY**

- (a) In no event shall any Officer, Director or Member of the Club be liable for a debt or liability of the Club.
- (b) Members will be liable for the cost of any article broken or damage done by them or by any member of their family or by any guest introduced by such Member.
- (c) The Club shall not be responsible for the loss of any property of Members of the Club or their guests nor for any damage or loss sustained by them in or about the clubhouse or grounds.

Article XVI. **EXPULSION**

- (a) The Board shall have the power, by vote of $\frac{3}{4}$ of those Directors present, to expel or suspend any Member whose conduct shall have been determined by the Board to be:
 - (i) injurious to the character, interest or good order of the Club;
 - (ii) who wilfully commits a breach of the Bylaws of the Club; or
 - (iii) who does not pay special assessments as required.
- (b) No Member shall be expelled or suspended without being notified of the charge or complaint against him and without having first given an opportunity to be heard by the Board at a meeting called for that purpose.

Article XVII. INDEMNITY AND PROTECTION OF DIRECTORS

Section 17.01 Indemnity

Each and every Director shall be deemed to have assumed office on the express condition that every Director, his or her heirs, executors, administrators and estate and effects respectively shall at all times be indemnified and saved harmless out of the funds of the Club against all costs, charges and expenses whatsoever, which such Director sustains or incurs in any action or proceeding which is brought or prosecuted against him or her in respect of any act or matter done or permitted by him or her in the execution of the duties of his or her office and also costs, charges and expenses which he or she may sustain or incur in relation to the affairs of the Club except such costs, charges and expenses as are occasioned by his or her own fraud, dishonesty, wilful neglect or default.

Section 17.02 Protection

No Director of the Club shall be liable for the acts, receipts, neglects or defaults of any other Director, Officer or employee or for joining in any receipt or act for conformity or for any loss, damage or expense happening to the Club through the insufficiency or deficiency of title to any property acquired by the order of the Directors for or on behalf of the Club for the insufficiency or deficiency of any security in or upon which any of the monies or belonging to the Club shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency, or wrongful act of any person, firm or corporation with whom any monies, securities or effects shall be lodged or deposited or for any loss occasioned by an oversight or error in judgment on his or her part or for any other loss, damage or misfortune which may happen in the exercise of his or her respective duties or trust or in relation thereto unless the same shall happen by his or her own or through his or her own wilful act of default. Directors may rely upon the accuracy of any statement or report prepared by the Club's auditors and shall not be responsible or held liable for any loss or damage resulting from acting upon such statement or report.

Article XVIII. **INSPECTING BOOKS AND RECORDS**

- (a) The Directors shall see that all necessary books and records of the Club required by these Bylaws or by any applicable statute or law are regularly and properly kept and all such books and records shall be kept on the premises of the Administration Office of the Club.
- (b) Members of the Club shall be entitled to access and to review the minutes of Board meetings, General Meetings and the audited financial statements of the Club.
- (c) Members are entitled to photocopies of the foregoing documents upon payment of photocopying charges.
- (d) Members may access and review all financial records and books of the Club excluding of all personnel and confidential records:
 - (i) All records must be reviewed in the Administration Office of the Club.
 - (ii) Members are not allowed to take copies of records.
- (e) Members must give at least 14 days advance written notice of their intention to review and access the foregoing documents

Article XIX. **DISSOLUTION**

In the event that the Club should dissolve, any assets remaining, including gaming proceeds, after paying debts and liabilities, shall be disbursed to eligible charitable or religious groups or purposed, or transferred in trust to a municipality until such time as the assets can be transferred from the municipality to a charitable or religious group or purpose approved by the Board.

Article XX. **DEFINING AND INTERPRETING THE BYLAWS**

Definitions - In these Bylaws, the following words have these meanings

Act - the Societies Act R.S.A. 2004, Chapter S-14 as amended, or any statute substituted for it

Administration Fee – this fee will be set by the Board of Directors on a yearly basis to reflect the costs associated with issuing a refund

Adult Member - a Member of the Club as defined in Article IV who is at least 18 years old

Annual General Meeting (AGM) - the annual general meeting described in Article VI, Section 6.01

Board - the Board of Directors of the Nanton Golf Club

Board Resolution - a motion that has been voted on and passed by the Board of Directors

Bylaws - the Bylaws of the Society as amended from time to time

Chairperson – the President or alternate shall act as Chairperson for all meetings

Club – means Nanton Golf Club

Deposit – means the sum of money paid either to the Club or to a member to purchase a deposit which is required to attain membership privileges in the Nanton Golf Club

Deposit Holder – any individual or corporation that is the legal owner of a deposit

Director - any member elected as a Director of the Club at the AGM

In Camera - is an "in private" session. It involves a confidential meeting, or a portion of a meeting, taking place with only Board members present.

Liberal Interpretation - these Bylaws must be interpreted broadly and generously

Masculine and Feminine - words indicating the masculine gender also include the feminine gender and vice versa

Member - a Member of the Club as defined in Article IV

Membership - a membership in the Club granted by the Board

Membership Dues - mean all amounts levied by the Board of Directors upon Members in a year to offset some of the annual operating and. capital costs associated with the operation of the Nanton Golf Club as set out in the budget.

Member(s) in Good Standing - a Member who has paid a Deposit and has paid their full current annual membership dues, fees and special assessments

Nanton Golf Club Zone - North to highway 552 (Okotoks) and South to highway 520 (Claresholm)

Officers - the Officers of the club shall consist of the President, Vice President, Secretary and Treasurer

President - one of the elected Directors elected by the Board to be the president of the Club

Quorum - Ten percent (10%)of the Adult Members who are Members in Good Standing shall constitute a quorum at any General Meeting of the Club

Secretary - this person is appointed by the Board to be the secretary of the Club

Singular and Plural - words indicating the singular number also include the plural, and vice-versa

Society - Nanton Golf Club

Special Meeting - the special general meeting described in Article VI, Section 6.02

Special Resolution

- i. A resolution passed
 - a. At a general meeting or special meeting of which not less than 21 days' notice specifying the intention to propose the resolution has been duly given, and
 - b. By the vote of not less than 75% of those members who, if entitled to do so, vote in person or by proxy.
- ii. a resolution proposed and passed as a special resolution at a general meeting or special meeting of which less than 21 days' notice has been given, if all the members entitled to attend and vote at the general meeting or special meeting so agree, or
- iii. a resolution consented to in writing by all the members who would have been entitled at a general meeting or special meeting to vote on the resolution in person or, where proxies are permitted, by proxy.

Transfer Fee – is the fee levied to cover the administration cost of transferring a deposit to a new owner. This fee is set yearly by the Board

Treasurer - this person is appointed by the Board to be the treasurer of the Club

Unforeseen Circumstances - statements for explaining that something unexpected has happened

Vice-President - one of the elected Directors is elected by the Board to be the vice-president of the Club