



COMMUNITIES IN BLOOM ALBERTA SOCIETY

BYLAWS

MARCH 2026

MEMBERSHIP

1. Any Community in Alberta may become a member upon registration and payment of the Membership fee. Communities registered and paid with Communities in Bloom Canada are considered Members of the Communities in Bloom Alberta Society. A single representative/designated person will be recorded for each member community, as determined by the member community. A representative/designated person must be 18 years of age. Volunteer Evaluation Team members and members of the Board of Directors are considered Society members.
2. Membership fees in the Society shall be reviewed annually by the Board of Directors.
3. Communities that do not pay their Membership Fee/Registration Fee are not considered a member. A Member Community in good standing is an Alberta Community that has paid the Membership Fee in Communities in Bloom Alberta Society in either the previous calendar year, the current calendar year, or have paid fees to Communities in Bloom Canada in the previous calendar year or the current calendar year.
4. Members in good standing are entitled to vote at Annual General Meetings and Special Meetings. Each member community is entitled to one (1) vote by a representative or designated person from that community. Such votes must be made in person (physically or attending a virtual meeting) and not by proxy or otherwise.
5. A member may be expelled from membership in the Society upon a majority vote of the Board of Directors for any cause which the Society Board may deem reasonable.

BOARD OF DIRECTORS

6. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the Society. (The Executive Committee will consist of the President, Secretary and Treasurer.)
7. The Communities in Bloom Alberta Board of Directors shall consist of a minimum of 5 Directors to a maximum of 10.
8. The Board is responsible for the establishment and adoption of policies for the organization. These policies may be amended from time to time as determined by the Board.
9. The Board shall, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Society, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President and/or the Executive Director. A special meeting may be called on the instructions of any two members provided they request the President in writing to call such a meeting and state the business to be brought before the meeting. Meetings of the Board shall be called by at least 10 days notice in writing emailed to each Board member. Any three (3) board members shall constitute a quorum. Any business transactions requiring Board approval can be approved via email communication and voting and ratified at the next Board meeting.

10. A person appointed or elected a director becomes a director if they were present at the Annual General or Special Meeting when being appointed or elected and did not refuse the appointment. They may also become a director if they were not present at the meeting but consented in writing to act as Director before the appointment or election, or within ten days after the appointment or election, or if they acted as a director pursuant to the appointment or election. A person may be appointed as a director at a Board meeting and further ratified at the next Annual General or Special Meeting.
11. Any Director, upon a majority vote of all members in good standing, may be removed from office for any cause which the Society may deem reasonable.

PRESIDENT

12. The President shall, when present, preside at all meetings of the Society and of the Board. In his/her absence, the Executive Director shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

SECRETARY

13. It shall be the duty of the Secretary to attend all meetings of the Society and of the Board, and to keep accurate minutes of the same. In case of the absence of the Secretary, his/her duties shall be discharged by another Board member, as may be appointed by the Board.

TREASURER

14. The Treasurer, with the assistance of the Executive Director shall review all monies paid to the Society. He/she shall ensure all funds of the Society are properly accounted for. He/she, with the assistance of the Executive Director, shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall review/prepare for submission to the Annual Meeting a reviewed statement of the financial position of the Society and submit a copy of same to the Secretary for the records of the Society.

MEMBER COMMUNITY DIRECTOR AT LARGE

15. One representative from a Communities in Bloom Alberta Member Community may serve on the Board. This Director will participate as any other Director and will bring to the table the perspective of the Member Communities.

DIRECTOR(S) AT LARGE

16. Director(s) at Large shall constitute the remainder of the Board and may be requested to be appointed to a sub-committee at times.

EXECUTIVE DIRECTOR

17. The Executive Director is an administrative position, responsible for the day-to-day operations of the Society. The Executive Director is responsible to the Board and is given direction by the Board on matters of the Society.
18. The Executive Director is a non-voting member of the Board.

AUDITING & YEAR END

19. The books, accounts and records of the Secretary and Treasurer shall be reviewed at least once each year by a duly qualified accountant or by two members of the Society Board. A complete and proper statement of the standing of the books for the previous year shall be submitted by such reviewer(s) at the Annual General Meeting of the Society. The fiscal year end of the Society in each year shall be **December 31st**.
20. The books and records of the Society may be inspected by any Board member of the Society at anytime upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall have access to such books and records upon request.

MEETINGS

21. Board Meetings shall be held at the request of the President and shall be held as often as may be required, but at least once every three months.
22. The Society shall hold an annual meeting on or before March 31st in each year, of which notice in writing via email to the last known email address of each member shall be sent 14 days prior to the date of the meeting. At this meeting there shall be elected up to 10 Directors, as required to fill any vacancies. The Executive Committee members will be elected/appointed at the next Board Meeting. The Directors so elected shall form a Board and shall serve until their successors are elected and installed. Any vacancy occurring during the year may be filled at the next meeting of the Board, provided it is so stated in the notice calling such meeting, or at the Annual General Meeting.
23. General or Special meetings of the Society may be called at any time by the Board by notice in writing via email to the last known email address of each member, sent fourteen days prior to the date of such meeting. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by email to the last known email address of each member, delivered in the mail fourteen days prior to the meeting.
24. 10% of members in good standing shall constitute a quorum at General Meetings or Special Meetings.
25. Meetings will be held in person, where feasible. Commonly, to accommodate the geographic spread of the membership, meetings will be held virtually.

VOTING

26. Any member who has not withdrawn from membership and has renewed their membership shall have the right to vote at any Annual General or Special Meetings of the Society. Voting Members include communities registered at either the Provincial or National organization of Communities in Bloom.

REMUNERATION

27. Unless authorized at any meeting and after notice for same shall have been given, no officer, director, or member of the Society shall receive any remuneration for his/her services from Communities in Bloom Alberta Society.

BORROWING

28. For the purposes of this Society, no borrowing powers will be exercised.

BYLAWS

29. The Bylaws may be rescinded, altered or added to by a “Special Resolution”.

Date Approved by Special Resolution: March 11, 2026