

COSMO SENIOR CITIZENS' CENTRE

BY-LAWS

AMENDED 1996, 2002, 2008, 2009, and 2025

A By-law relating generally to
the Conduct of the Affairs of
COSMO SENIOR CITIZENS' CENTRE INCORPORATED (herein, after called the "Corporation")
as follows:

ARTICLE I

NAME: This organization shall be known as COSMO SENIOR CITIZENS' CENTRE INCORPORATED.

ARTICLE II

OBJECTS: The objects of the Corporation shall be to provide facilities and programs for the Senior Citizens of the City of Moose Jaw and District, which will enable those persons desiring to do so the opportunity to enhance their well being with social, cultural, and physical pursuits and activities.

ARTICLE III

INTERPRETATION: In these By-Laws, unless the context otherwise requires:

3.1 BOARD OF DIRECTORS: is the body, which has the authority and responsibility for the management of the Centre.

3.2 CENTRE: shall mean the real property and buildings situated thereon.

3.3 CENTRE STAFF: means the person(s) hired by the Board of Directors to be responsible for the day-to-day management of the Centre.

ARTICLE IV

MEMBERSHIP:

4.1 Membership shall be open to all residents of Moose Jaw and District who are in sympathy with the objectives of the corporation who are fifty (50) years of age or over, and have paid an annual current membership fee.

- 4.2 Regular fees shall be paid by the Members to the Corporation as agreed upon by the Members at a General Meeting. To remain in good standing membership fees are due no later than January 15 of the current year. Current annual membership fees are \$50.00.
- 4.3 New members who apply for membership after July 31 will be allowed ½ year membership fee for the current year.
- 4.4 Any person after attending any daily activity three times shall purchase a full year membership at Cosmo Centre.
- 4.5 An associate member is sponsored by a paid up member, is over 25 years of age and under 50 years of age and has paid the required annual current membership fee. An associate member does not have a vote.

ARTICLE V

MEMBERSHIP OF THE BOARD OF DIRECTORS

- 5.1 (a) The Board shall consist of eight (8) Directors elected at the Annual Meeting.
- (b) The term of office for Board Members is as follows:
- i. All Board Members are two year terms with ½ offsetting each other.
 - ii. Four Board Members eligible for the two year term shall be those that received the greatest number of votes cast per individual member at the said election.
 - iii. Anyone replacing a Board Member for a period of six (6) or more months shall be considered as serving a full term.
 - iv. The term of office for any Board Member shall not exceed four (4) consecutive terms, and shall not be eligible for re-election until one full year has elapsed.
 - v. Must be a member for one full year to be on the Board.
- 5.2 A past Board Member may be appointed by resolution of the Board of Directors and may attend Board Meeting and participate in discussions but shall not vote.
- 5.3 In the event that a Director resigns, retires or dies, a successor to complete the unexpired term may be selected from the remaining candidates according to votes cast at the annual meeting. If no one remains on the list – the Board will appoint someone.

- 5.4 The Corporation may by extraordinary resolution remove any Director before the expiration of his/her term of office for fraud, threats, creating a disturbance or abusive language or other inappropriate conduct as judged by the board. They may appoint another eligible person in his/her place.

ARTICLE VI

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

- 6.1 To determine and effect the policies of the Corporation.
- 6.2 To provide adequate facilities and equipment for the Centre.
- 6.3 To maintain the Centre and equipment in a safe and proper condition.
- 6.4 To make available sufficient funds, to maintain adequate control of expenditures, to provide for the safe administration of funds and to ensure that adequate records of all financial transactions are recorded and kept secure.
- 6.5 The Board of Directors have the power by extraordinary resolution to remove any member before the expiration of his or her membership for fraud, threats, creating a disturbance, foul or abusive language or any other inappropriate conduct as judged by the board.

ARTICLE VII

OFFICERS OF THE BOARD

- 7.1 The officers of the Board of Directors shall be elected from and by the directors and shall be:
- Chairman
 - Vice Chairman
 - Secretary
 - Treasurer

ARTICLE VIII

DUTIES OF THE OFFICERS

The Chairman and Vice Chairman Shall:

- 8.1 The Chairman shall – preside at all meetings of the Board of Directors and the annual meeting and at all meetings of the Officers, and shall be an ex-officio member of all standing committees with right to vote.
- 8.2 If the Chairman is absent, or if the office becomes vacant, the Vice-Chairman shall perform the duties of the Chairman.
- 8.3 The Chairman and Vice-Chairman shall perform such other duties as may from time to time be determined by the Board of Directors.

The Secretary Shall:

- 8.4. Keep minutes of all meetings of the Board of Directors and Officers
- 8.5 Office Manager keeps all correspondence to or from the Board of Directors and Officers
- 8.6 Be responsible for the keeping of all current minutes and correspondence of the Board of Directors. All past minutes and correspondence to be kept at the Cosmo Centre and not be removed without signing them out.
- 8.7 Maintain a record of attendance of those attending all meetings of the Board of Directors and Officers and perform such other duties as ordinarily pertain to his/her office and as the Board may direct.
- 8.8 The seal of the Organization be kept in the office at the Cosmo Centre.

The Treasurer Shall:

- 8.9 Present to the Board of Directors at each regular meeting a Financial Report for the preceding month.

ARTICLE IX

STAFF

- 9.1 The Staff shall be hired by the Board of Directors
- 9.2 The Office manager shall be responsible for the general administration of the organization subject to

- 9.3 such polices and such orders as may be issued by the Board of Directors.
- 9.4 All matters relating to staff such as duties, is the responsibility of the Board of Directors.
- 9.5 All staff are responsible to the Board of Directors.

ARTICLE X

MEETINGS

THE MEMBERS

- 10.1 The Corporation shall hold each year an Annual Meeting of the Members for the action of any business within the powers of the Corporation and this meeting shall be held in the month of APRIL each year at a time and place determined by the Board of Directors and the Secretary shall give notice by newspaper advertisement of the date and place of the Annual Meeting at least one week prior to the meeting.
- 10.2 At any time in the interval between Annual Meetings, Special Meetings of the Members of the Members of the Corporation may be called by a majority of the Board of Directors or by any twenty (20) Members by vote at a meeting.
- 10.3 At any general meeting of the Members, a quorum necessary to conduct the business thereof shall be not less than ten (10%) percent of said members of said Corporation in good standing.
- 10.4 All meetings of the Members shall be held in the City of Moose Jaw.
- 10.5 All proposed motions must be presented to the office administrator, 48 hours prior to the annual meeting, so they can be available in the meeting package.
- 10.6 All motions not presented ahead of time must have a 75% vote to be approved to be presented at the annual meeting.
- 10.7 All Bylaw changes must have 2/3 vote to be passed.
- 10.8 At any meeting of the Members, only Members in good standing shall be entitled to vote, and each Member shall be entitled one vote, and unless so demanded or ordered by any Member, no vote need to be by ballot.

THE BOARD OF DIRECTORS

- 10.9 The Board of Directors shall meet regularly with a minimum of ten (10) meetings each year.
- 10.10 A quorum shall consist of not less than fifty (50%) percent plus one of members of the Board of Directors.
- 10.11 Notice of regular meetings shall be given to each Board Member at least 24 hours prior to the meeting.
- 10.12 Special meetings of the Board of Directors shall be called by the Chairman when directed to do so in writing by any five (5) Directors and that no business other than that set out in the request shall be conducted.
- 10.13 The Order of Business at a regular meeting of the Board of Directors shall be:
- (a) Call to order;
 - (b) Consideration and adoption of minutes of last meeting;
 - (c) Matters arising out of the minutes;
 - (d) Reports of Standing and Special Committees;
 - (e) Report of Supervisor
 - (f) Report of Treasurer;
 - (g) Correspondence;
 - (h) New Business;
 - (i) Adjournment
- 10.14 At any Regular or Special Meeting of the Board of Directors, if less than fifty (50) percent of those entitled to attend are in attendance, the meeting shall be adjourned and no business shall be conducted.
- 10.15 Every Director shall be entitled to one vote and in the event of an equality of votes the motion shall be deemed defeated.
- 10.16 If any Director shall be absent for three (3) consecutive regular meetings of the Board of Directors without being excused by the Board of Directors, he/she shall cease to be a member of the Board of Directors.
- 10.17 Rules of Procedure – Robert’s Rule of Order, latest edition, shall govern the proceedings.

ARTICLE XI

COMMITTEES

- 11.1 The Board of Directors shall meet within fourteen (14) days following the Annual Meeting to elect the officers.
- 11.2 The Board of Directors shall at its first Regular Meeting following the Annual Meeting appoint the following committees and their chairman who shall report to the Board of Directors at its Regular Meetings:
- (a) Finance Committee
 - (b) House and Grounds and Equipment Committee
 - (c) Program Committee
 - (d) Public Relations Committee
- 11.3 Special Committees may be appointed from time to time by the Board of Directors.

ARTICLE XII

THE DUTIES OF THE STANDING COMMITTEES SHALL BE AS FOLLOWS:

Finance Committee:

- 12.1 To study and recommend to the Board for approval a detailed Budget for the next ensuing year.
- 12.2 To present to the Board of Directors at each Regular Meeting a Financial Report for the preceding month.
- 12.3 To advise the Board with regard to donations, endowments, and investments.
- 12.4 To advise the Board on financial matters as may be requested.

House and Grounds and Equipment Committee:

- 12.4.1 Shall recommend and report to the Board of Directors periodically as to the maintenance, repair, replacement and acquisition of building, equipment and grounds.

Program Committee:

- 12.5 Shall develop and be responsible for the carrying out of policies set by the Board of Directors.
- 12.6 Shall advise and assist the Board of Directors on program matters.

Public Relations Committee

- 12.7 Shall make recommendations to the Board of Directors concerning policies for the promotion of the organization.

ARTICLE XIII

ANNUAL REPORTS

- 13.1 There shall be prepared annually a full and correct statement of affairs of the Corporation, including a Balance Sheet and a Financial Statement of Operations for the preceding fiscal year, which shall be submitted at the Annual Meeting of the Members. There shall be prepared annually an audited Financial Statement of the Operations of the Corporation for the preceding fiscal year, such statements to be prepared by an independent auditing firm as may be designated by the Board of Directors. Such statement to be filed at the Principle Office of the Corporation.

ARTICLE XIV

AUDITOR

- 14.1 The Board of Directors shall at its first regular meting following the Annual Meeting appoint an Auditor.

ARTICLE XV

FINANCE

- 15.1 The fiscal year of the Corporation shall be determined by the Board of Directors
- 15.2 All monies received by or on behalf of the Corporation shall be deposited in a Chartered Bank, Credit Union, or Trust Company with chequing as designated by the Board of Directors.
- 15.3 There shall be no less than two signing officers as determined by the Board of Directors.

ARTICLES XVI

AMENDMENTS

- 16.1 An amendment or amendments to the By-Laws may be considered at a Regular Meeting of the Board of Directors upon a notice of motion setting out the proposed amendments having been given at the Regular Meeting of the Board immediately preceding the meeting of the Board at which the amendment or amendments are to be considered. The proposed amendment or amendments duly considered, if approved by two-thirds of the votes cast at the said Board Meeting, shall be presented to a Special Meeting of the Membership called for such purpose and such said amendment or amendments shall become effective upon receiving two-thirds of the votes cast in the affirmative at such meeting by the Members present.

ARTICLE XVII

DISSOLUTION

- 17.1 Upon liquidation and dissolution of the Corporation and after the payment of all debts and liabilities, the Corporation's remaining assets shall be distributed or disposed of, to such charitable organizations as may be decided upon by the Board of Directors.