



FEDERATION'S AGM AGENDA

Monday, June 28, 2021

7:00 – 9:00 p.m.

[Zoom Meeting](#)

- 1.0 Greetings and Networking
- 2.0 AGM Call to Order
- 3.0 Approval of the Agenda
- 4.0 Approval of the October 22, 2020 Minutes – Attached
- 5.0 President's Report
- 6.0 Financial Report
 - 6.1 2020 Audited Financial Statements – drafts attached.
 - 6.2 Appointment of the 2021 auditors
- 7.0 Bylaw Amendments
 - 7.1 Amendments to the Bylaws - Attached
- 8.0 Nominations
 - 8.1 Nominations Overview
 - 8.2 Presentation of the Slate
 - 8.3 Call for Volunteers for 2022 Nominating Committee
- 9.0 Awards
 - 9.1 Partners in Planning Certificates
 - 9.2 Toole Peet Community Hero Award
- 10.0 AGM Adjournment
- 11.0 Networking

THE FEDERATION OF CALGARY COMMUNITIES

Annual General Meeting

NOTES and MOTIONS

AGM – October 22, 2020

1.0 Greetings and Introductions

Valerie Mushinski

Guests and Partners:

- The past and present “Faces of Community”
- Neil Hogg, from Toole Peet. Toole Peet is a Bronze Sponsor, the Community Hero Award Sponsor and the official insurance provider to the Federation of Calgary Communities.
- From Servus Credit Union we have:
 - Tyler Hope, District Manager

Servus Credit Union is the Financial Institution of Choice to the Federation.

2.0 AGM Call To Order

Valerie Mushinski

The business meeting portion of the AGM commenced at 7:15 PM

3.0 AGENDA

Valerie Mushinski

Motion

"THAT, the Agenda be approved as circulated".

Moved by: Andrew Kettle, Temple Community Association

2nd: Mark Langois, Falconridge/Castleridge Community Association

Carried - 24 votes

4.0 MINUTES

Valerie Mushinski

Motion

"THAT, the Minutes of the AGM of the Federation of Calgary Communities held on June 26, 2019 be accepted as circulated".

Moved by: Melanie Swailes, Brentwood Community Association
2nd: Martin Waugh, Cedarbrae Community League Association
Carried - 24 votes

5.0 PRESIDENT'S REPORT

Valerie Mushinski

Valerie Mushinski, President gave an overview of the board's activities.

6.0 FINANCIAL REPORT

Julia Read

6.1 Accept Audited Financial Statements

Motion

"THAT, the audited Financial Statements of the Federation of Calgary Communities for the year ending December 31, 2019 be accepted as circulated".

Moved by: Bob Lang, Cliff Bungalow-Mission Community Association
2nd: Terence Evans, Winston Heights-Mountain View Community Association
Carried – 24 votes

6.2 Appointment of 2020 Auditor

Motion

"THAT, the Federation of Calgary Communities retain the firm of BDO to perform the audit for the year ending December 31, 2020".

Moved by: Melanie Swailes, Brentwood Community Association
2nd: Marilyn Lambert, Dalhousie Community Association
Carried – 23 votes

7.0 Bylaw Amendments

John McKinley

7.1 Amendment to the Bylaws

Motion

"THAT, the Federation of Calgary Communities, through a special resolution, add 5.1.12 and 5.2.8 to the bylaws allowing for virtual participation and voting."

Moved by: Mark Langlois, Falconridge/Castleridge Community Association
2nd: Martin Waugh, Cedarbrae Community League Association
Carried – 24 votes

8.0 NOMINATIONS

8.1 Recognition of Board and Retiring Members

Valerie Mushinski

The current board was recognized. Terry Koch and Julia Read were thanked for their full six years of service on the board.

8.2 Nominations Overview

Matt Robinson

Thanks were given to our 2019-20 Nominating Committee:

- Pat Guillemaud, Westgate
- Toni Shenfield, Triwood
- Patricia Leahy, Hounsfield Heights Briar Hill
- Linda Poetz, Bridgeland Riverside
- Jerymn Voon, Federation board member

for their commitment and hard work in recruiting, interviewing, and recommending this new slate in accordance with 4.8.5 of our bylaws.

8.3 Presentation of Slate of Nominees

Matt Robinson

Motion to Elect the Presented Nominees:

Motion

“The Nomination Committee recommends that returning members:

Valerie Mushinski
Matthew Robinson
Pete Steenaerts
Jerymn Voon
Roy Wright

And new members

Hiral Adhiya
Tina Kakkar
Tim Lipp
Tanisha Singh

are elected to serve on the Federation’s Board of Directors for a two-year term from 2020 to 2022”:

Moved by: , Craig Marceau, Rutland Park Community Association

2nd: Laurel Madro, Signal Hill Community Association

Carried - 24 votes

8.4 Call for Volunteers for the 2021 Nominating Committee

Matt Robinson

Individuals interested in the Nominations Committee:

name

community

1. Jim Palmer, Scenic Acres Community Association

9.0 Awards

Leslie Evans

9.1 PIP Certificates – This year we have seven Partners in Planning Graduates. We have mailed these documents.

9.2 Toole Peet Community Hero Award Presentation

Neil Hogg

Presentation by: Toole Peet

Winner: Ben McKenzie, Winston Heights Mountview Community Association.

Door prize draws

Leslie Evans

10.0 AGM ADJOURNMENT

Valerie Mushinski

Motion

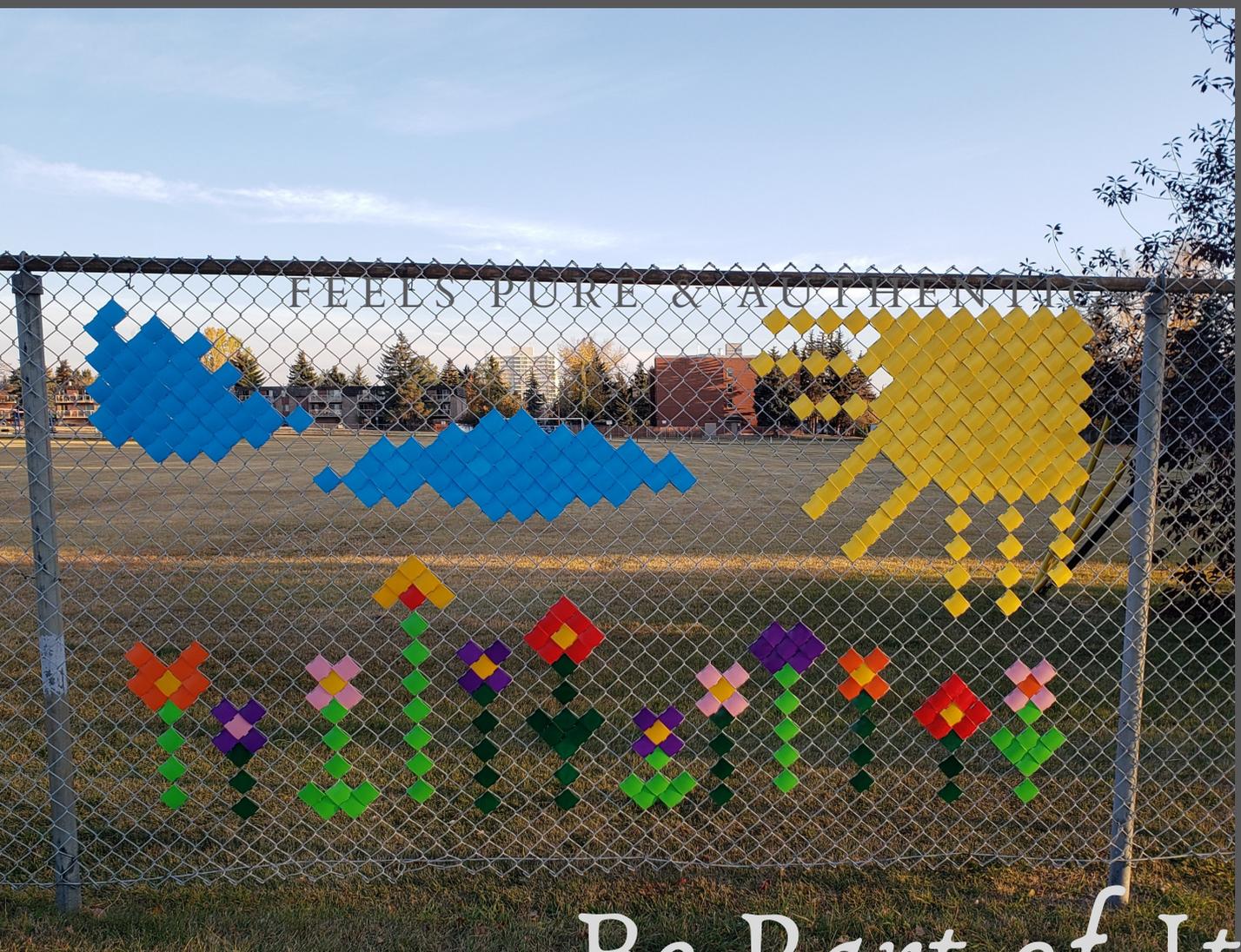
"THAT, the 2020 Annual General Meeting be adjourned at 7:52 pm".

Moved by: Craig Marceau, Rutland Park Community Association

Carried – 24 votes



ANNUAL REPORT 2020



Be Part of It!

PRESIDENT'S STATEMENT

2020 saw the world thrown into turmoil with the COVID-19 pandemic. As a nimble organization, The Federation was able to respond quickly and moving our 23 staff home within 24 hours. The Federation remained open throughout 2020, taking all the necessary precautions. During this “black swan” event, The Federation rose to meet our mission of providing support to non-profits and the people who make them great.

We worked tirelessly to be on the front lines delivering timely communications around the implications and impacts of the pandemic. As our member organizations navigated shuttering and reopening, The Federation advocated for financial support, interpreted information, and built tools and resources, offering as much support as we could. Our cash flow video and Excel tool ended up being used province-wide to help organizations plan for the long-term loss of revenue. We invited our membership to join us online, not only for our workshops but for camaraderie and support. Our on-line workshops and gatherings, despite being challenged by our own technical learning curve, were extremely well attended.

Our work as a voice for community was also tested. We lobbied for municipal financial support and better consultation on policy work, challenged the province on cuts to capital funding, and participated in AGLC gaming reforms, advocating for small urban non-profit needs.

As 2021 rolled in, we began to celebrate our 60th Anniversary in a low key way. Along with the pandemic it became a catalyst for us to take this opportunity to engage in a new strategic planning process that will help us pivot to better serve our members in the future. Stay tuned!



VALERIE MUSHINSKI

Federation President

OUR IMPACT AND WORK

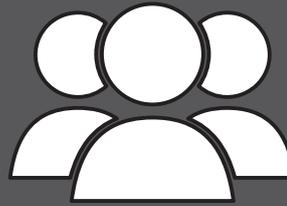
53%

increase in members' abilities to meet their organizations' needs



62

workshops offered



1037

workshop participants



115

meetings hosted with 516 people

18%

increase in nonprofit governance knowledge



1,587

requests for support



1,146

support actions offered



22

resources created

20%

increase in financial accountability knowledge



\$222,500

in funding to our members



137

financial audits



166

tax returns filed



FEDERATION OF
CALGARY COMMUNITIES

240

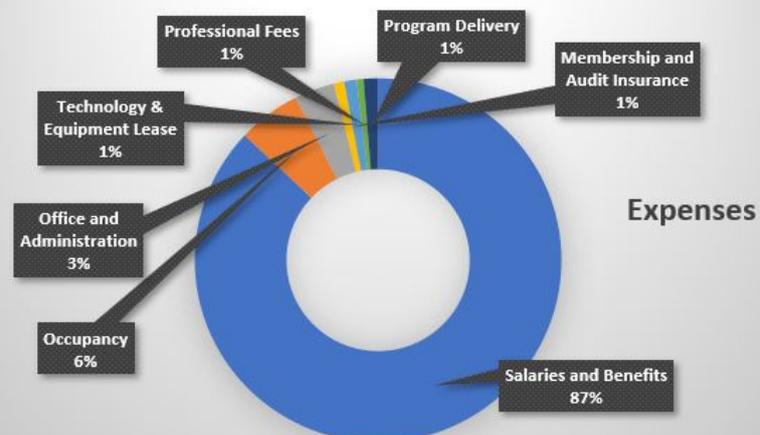
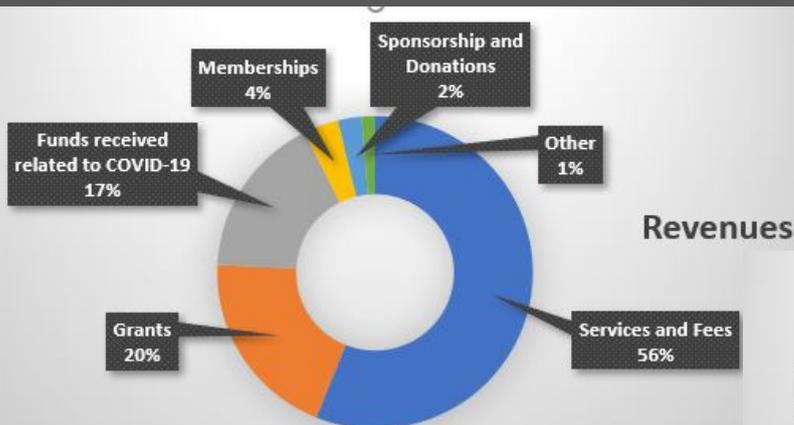
member organizations

FINANCIAL STATEMENT SUMMARY

This is an infographic of the financial information as at December 31, 2020.
Audited statements are available upon request.

Statement of Financial Position			Statement of Operations		
	2020	2019		2020	2019
Assets	\$ 1,438,135	\$ 1,209,376	Revenue	\$ 1,709,554	\$ 1,727,590
Liabilities	\$ 586,911	\$ 492,707	Expenses	\$ 1,563,407	\$ 1,716,032
Net Assets	\$ 851,224	\$ 716,669	Excess of Revenue over Expenses before amortization	\$ 146,147	\$ 11,558
Total Liabilities & Net Assets	\$ 1,438,135	\$ 1,209,376	Amorization of deferred contributions	-\$ 21,272	-\$ 21,272
			Amorization Expense	\$ 32,864	\$ 32,534
				\$ 11,592	\$ 11,262
			Excess of revenue over expenses for the year	\$ 134,555	\$ 296

BREAKDOWN OF REVENUE AND EXPENSES



OUR SPONSORS

COMMUNITY CHAMPION



NEIGHBOUR



COMMUNITY BUILDER



OUR BOARD

Valerie Mushinski, President
Pete Steenaerts, VP
Alyson Robb, Secretary
Hiral Adhiya, Treasurer
Tim Lipp (on leave)
Tina Kakkar
Austin Muir
John McKinley
Tanisha Singh (on leave)
Matthew Robinson
Jermyn K. Y. Voon
Roy Wright

calgarycommunities.com

OUR STAFF

Leslie Evans, Executive Director
Heidi Brauer, Auditor
Nancy Murdoch, Auditor
Michael Ihekuna, Auditor
Anthony Chiu, Auditor
Reamarie Dela Cruz, File Manager
Sophia Wu, Int. Technician
Fateha Muzaffar, Technician
Anupam Acharya, Technician
Azeezat Shittu, Technician
Randy Sidhu, Technician
Danielle Cooper, Technician
John Wang, Technician
Shivani Joshi, Technician
Mingyuan Yu, Accountant
Lori Winder, Admin Assistant
Zabin Jadavji, Engagement Manager
Adetoun Osuntogun, Planner
Edward Spink, Planner
Kenneth Appleby, Communications
Madina Kanayeva, Org Capacity
Alana-Dawn Eirikson, Engagement
Kayleigh Kernaghan, IT
Ryan Austin, Graphic Design
Stephen Olusanjo, Financial Literacy
Laura Caraballo, ActivateYYC
Drishti Lakhani, ActivateYYC



FEDERATION OF
CALGARY COMMUNITIES

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY

Financial Statements

December 31, 2020

Draft for discussion purpose only

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY
Index to Financial Statements
For the Year Ended December 31, 2020

	Page
INDEPENDENT AUDITOR'S REPORT	1 - 2
FINANCIAL STATEMENTS	
Statement of Financial Position	3
Statement of Operations	4
Statement of Changes in Net Assets	5
Statement of Cash Flows	6
Notes to Financial Statements	7 - 13
Schedules to the Financial Statements (<i>Schedule 1 and 2</i>)	14

Draft for discussion purpose only



Tel: 403-266-5608
Fax: 403-233-7833
www.bdo.ca

BDO Canada LLP
903 - 8th Avenue SW, Suite 620
Calgary AB T2P 0P7 Canada

INDEPENDENT AUDITOR'S REPORT

To the Members of The Federation of Calgary Communities Society:

Opinion

We have audited the financial statements of The Federation of Calgary Communities Society (the "Federation"), which comprise the statement of financial position as at December 31, 2020, and the statements of operations, changes in net assets, and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Federation as at December 31, 2020, and its financial performance and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations ("ASNPO").

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Federation in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our ethical responsibilities in accordance with those requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with ASNPO, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Federation's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Federation or cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Federation's financial reporting process.

(continues)

Independent Auditor's Report to the Members of The Federation of Calgary Communities Society:
(continued)

Auditor's Responsibilities for the Audit of Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Federation's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Federation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Federation to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Chartered Professional Accountants

Calgary, Alberta

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY
Statement of Financial Position
As at December 31, 2020

	2020	2019
Assets		
Current		
Unrestricted cash	\$ 754,791	\$ 626,848
Restricted assets (Note 3)	315,603	207,153
Accounts receivable	149,331	167,092
Work in progress (Note 4)	107,535	68,959
Prepaid expenses	35,390	32,392
	<u>1,362,650</u>	1,102,444
Property and equipment (Note 5)	<u>75,485</u>	106,932
	<u>\$ 1,438,135</u>	\$ 1,209,376
Liabilities and Net Assets		
Current		
Accounts payable and accrued liabilities	\$ 38,463	\$ 20,871
Audit retainer (Note 4)	113,997	104,675
Unearned revenue	274	690
Goods and services tax payable	11,412	16,227
Fund held in trust (Note 6)	121,722	97,733
Current portion of lease inducement (Note 9)	14,657	14,657
Deferred contributions related to operations (Note 7)	193,881	109,420
	<u>494,406</u>	364,273
Deferred contributions related to property and equipment (Note 8)	52,197	73,469
Long-term portion of lease inducement (Note 9)	<u>40,308</u>	54,965
	<u>586,911</u>	492,707
Net Assets		
Invested in property and equipment	23,288	33,463
Unrestricted	<u>827,936</u>	683,206
	<u>851,224</u>	716,669
	<u>\$ 1,438,135</u>	\$ 1,209,376

On behalf of the Board

Director

Director

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY
Statement of Operations
For the Year Ended December 31, 2020

	2020	2019
Revenue		
Service and fees	\$ 958,658	\$ 1,064,796
Grants (Note 7)	336,944	438,349
Fund received related to COVID-19 (Note 13)	288,046	-
Memberships	60,900	62,100
Donations and sponsorships	41,350	42,906
Fundraising events	9,434	26,609
Interest	6,838	16,712
Fees for contracted services	6,000	12,875
Office and miscellaneous (Schedule 1)	1,384	3,243
Casino (Note 7)	-	60,000
	<u>1,709,554</u>	<u>1,727,590</u>
Expenses		
Salaries and benefits	1,360,663	1,450,297
Occupancy	86,730	91,514
Office and administration (Schedule 2)	55,430	57,130
Memberships and audit insurance	14,106	11,643
Equipment lease	11,464	11,330
Professional fees	9,403	9,500
Website and technology support	5,658	5,723
Education and training	5,290	8,143
Convening and group meeting	5,105	46,152
Volunteer recognition	4,663	4,002
Fundraising expenses	3,392	11,140
Community Resource and Promotion	900	8,425
Library	603	1,033
	<u>1,563,407</u>	<u>1,716,032</u>
Excess of revenue over expenses before amortization	<u>146,147</u>	<u>11,558</u>
Amortization of deferred contributions related to property and equipment (Note 8)	(21,272)	(21,272)
Amortization expense	<u>32,864</u>	<u>32,534</u>
	<u>11,592</u>	<u>11,262</u>
Excess of revenue over expenses for the year	<u>\$ 134,555</u>	<u>\$ 296</u>

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY
Statement of Changes in Net Assets
For the Year Ended December 31, 2020

	Invested in property and equipment	Unrestricted	2020	2019
Net assets - beginning of year	\$ 33,463	\$ 683,206	\$ 716,669	\$ 716,373
Excess (deficiency) of revenue over expenses	(10,175)	144,730	134,555	296
Net assets - end of year	\$ 23,288	\$ 827,936	\$ 851,224	\$ 716,669

Draft for discussion purpose only

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY
Statement of Cash Flows
For the Year Ended December 31, 2020

	2020	2019
Operating activities		
Excess of revenue over expenses	\$ 134,555	\$ 296
Items not affecting cash:		
Amortization of property, and equipment	32,864	32,534
Amortization of deferred contributions related to property and equipment	<u>(21,272)</u>	<u>(21,272)</u>
	<u>146,147</u>	<u>11,558</u>
Changes in non-cash working capital:		
Restricted cash	(108,450)	(15,264)
Accounts receivable	17,761	(43,755)
Work in progress	(38,576)	91,206
Accounts payable and accrued liabilities	17,592	1,570
Prepaid expenses	(2,998)	567
Goods and services tax payable	(4,815)	6,687
Audit retainer	9,322	(29,134)
Unearned revenue	(415)	(3,240)
Funds held in trust	23,989	(46,085)
Long term portion of lease inducement	(14,657)	(14,657)
Deferred contribution related to operations	<u>84,461</u>	<u>61,350</u>
	<u>(16,786)</u>	<u>9,245</u>
Cash flow from operating activities	<u>129,361</u>	<u>20,803</u>
Investing activity		
Purchase of equipment	<u>(1,418)</u>	<u>-</u>
Increase in cash flow	<u>127,943</u>	<u>20,803</u>
Cash - beginning of year	<u>626,848</u>	<u>606,045</u>
Cash - end of year	<u>\$ 754,791</u>	<u>\$ 626,848</u>

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY

Notes to Financial Statements

Year Ended December 31, 2020

1. Purpose of organization

The Federation of Calgary Communities Society (the "Federation") is a not-for-profit organization incorporated under the Societies Act of the Province of Alberta on August 10, 1961. The Federation is a support organization for 157 Calgary and area Community Associations and for more than 70 service member organizations that include small area non-profits, directly provides capacity building support and guidance for its members, and improve neighbourhood life in Calgary by providing services and programs that create, support and enhance vital and representative community based associations. Under section 149(1) of the Income Tax Act, the Federation has determined that they are not subject to the payment of income tax.

2. Summary of significant accounting policies

Basis of presentation

These financial statements have been prepared in accordance with Canadian accounting standards for not-for-profit organizations (ASNPO) in Part III of the *CPA Canada Handbook*, and in management's opinion, have been properly prepared within reasonable limits of materiality and within the framework of the significant accounting policies summarized below:

Revenue recognition

The Federation follows the deferral method of accounting for externally restricted contributions. Restricted contributions are recognized as revenue in the year in which the related expenses are incurred.

Unrestricted contributions and donations are recognized as revenue when received or receivable, if the amount to be received can be reasonably estimated and collection is reasonably assured.

Membership revenue is recognized in the year to which the membership applies.

Revenue from Fundraising events is recognized in the period when the event occurs.

Services and fees are invoiced when the services are rendered and are recorded on an accrual basis in the period to which they relate.

Cash and cash equivalents

Cash includes cash on hand and in banks. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash, with original maturities of three months or less and that are subject to an insignificant risk of change in value. The Federation currently holds no cash equivalents.

Restricted cash

Cash subject to restrictions imposed by Alberta Gaming, Liquor and Cannabis Commission (AGLC) is classified as restricted cash.

(continues)

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY
Notes to Financial Statements
Year Ended December 31, 2020

2. Summary of significant accounting policies (continued)

Contributed services

Volunteers contribute many hours per year to assist the Federation in carrying out its services and programs. Because of the difficulty of determining their fair value, contributed services are not recognized in the financial statements.

Property and equipment

Property and equipment is stated at cost or deemed cost less accumulated amortization. Property and equipment is amortized over its estimated useful life at the following rates and methods:

Leasehold improvements	7 years	straight-line method
Computer equipment	3 years	straight-line method
Office equipment	7 years	straight-line method

The Federation regularly reviews its property and equipment to eliminate obsolete items. Government grants for the acquisition of equipment are recorded as deferred contributions related to property and equipment.

Property and equipment acquired during the year but not placed into use are not amortized until they are placed into use.

Financial instruments

The Federation initially measures its financial assets and financial liabilities at fair value. It subsequently measures all of its financial assets and financial liabilities at amortized cost, except for investments in equity instruments and mutual funds that are quoted in an active market, which are measured at fair value. Changes in fair value are recognized as unrealized gains or losses in the statement of operations.

All other financial instruments are reported at amortized cost, and tested for impairment at each reporting date.

The Federation currently holds no financial assets measured at fair value.

Use of estimates

The preparation of financial statements in conformity with ASNPO requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Accounts receivable and work in process are stated after evaluation as to their collectability and an appropriate allowance for doubtful amounts is provided where considered necessary. Amortization is based on the estimated useful lives of property and equipment. These estimates are reviewed periodically and, as adjustments become necessary, they are reported in earnings in the period in which they become known.

(continues)

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY
Notes to Financial Statements
Year Ended December 31, 2020

2. Summary of significant accounting policies (continued)

Impairment of Long Lived Assets

The Federation tests for impairment whenever events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable. Recoverability is assessed by comparing the carrying amount to the projected future net cash flows the long-lived assets are expected to generate through their direct use and eventual disposition. When a test for impairment indicates that the carrying amount of an asset is not recoverable, an impairment loss is recognized to the extent the carrying value exceeds its fair value.

3. Restricted cash

	2020	2019
Funds held in trust (Note 6)	\$ 121,722	\$ 97,733
Deferred contributions related to operations	193,881	109,420
	\$ 315,603	\$ 207,153

4. Work in progress

Work in progress represents the billing value of services provided to the members up to December 31, 2020. These services are completed and billed subsequent to that date. Audit retainers represent payments made in advance by members for audit services to be provided.

5. Property, plant and equipment

	Cost	Accumulated amortization	2020 Net book value	2019 Net book value
Leasehold improvements	\$ 142,776	\$ 71,388	\$ 71,388	\$ 89,235
Computer equipment	60,458	59,513	945	12,757
Office equipment	27,330	24,178	3,152	4,940
	\$ 230,564	\$ 155,079	\$ 75,485	\$ 106,932

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY

Notes to Financial Statements

Year Ended December 31, 2020

6. Funds held in trust

The Federation is acting as an administrator for four funds: the Energizing Spaces Fund which aims to replace inefficient electric appliances. Energizing Spaces is funded by Enmax providing \$75,000 for 2020 (2019: \$75,000) to be used for appliance replacements for successful applicants. The entire balance of this fund has been committed and the Federation is awaiting supporting documentation before releasing the remaining funds of \$76,724 (2019: \$39,129) to Energizing Spaces recipients.

ActivateYYC was a partnership with the Pedestrian Strategy Department, City of Calgary, Alberta Traffic Safety, Walk21 and The Federation. A microgrant and support program invites neighbours to focus on reclaiming their shortcuts through a process of mapping or auditing the shortcut, thinking about possibilities, and implementing transforming changes to the space.

Alberta Traffic Safety Fund ("ATSF") is funded by Car Seat Techs of Alberta to provide caregivers with current child passenger safety education and assistance, and technicians with assistance in equipment, educational materials and continued education.

	2020	2019
Funds Held in Trust - Energizing Spaces	\$ 76,724	\$ 39,129
Funds Held in Trust - Active YYC Microgrants	36,716	39,812
Funds Held in Trust - ATSF North	6,317	7,314
Funds Held in Trust - ATSF South	1,965	11,478
	\$ 121,722	\$ 97,733

7. Deferred contributions related to operations

Deferred contributions related to operations represent the portion of grants received in the current year which relate to a future period.

	Opening	Additions	Utilizations	2020
City of Calgary	\$ -	\$ 306,428	\$ 306,428	\$ -
Casino	47,470	65,777	-	113,247
Emergency Resilience Grant	-	45,000	-	45,000
AB Real Estate - Urban Planning	37,500	-	24,732	12,768
SCP Summer Student	-	4,200	4,200	-
Activate YYC-City of Calgary operating	24,450	-	1,584	22,866
	\$ 109,420	\$ 421,405	\$ 336,944	\$ 193,881

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY
Notes to Financial Statements
Year Ended December 31, 2020

8. Deferred contributions related to property and equipment

	2020	2019
Balance, beginning of year	\$ 73,469	\$ 94,741
Less: Utilizations recognized as revenue during the year	<u>(21,272)</u>	<u>(21,272)</u>
Balance, end of year	<u>\$ 52,197</u>	<u>\$ 73,469</u>

9. Lease inducement

As part of the Federation's facility lease renewal in 2016, the landlord offered a total of 11 months of free rent and cash allowance of \$90,900. The lease inducement is being recognized as a reduction of the lease expense over the seven year term of the lease.

	2020	2019
Deferred lease inducement, beginning	\$ 69,622	\$ 84,279
Recognition of lease inducement current period	<u>(14,657)</u>	<u>(14,657)</u>
Balance, end of year	54,965	69,622
Less: current portion	<u>(14,657)</u>	<u>(14,657)</u>
Deferred lease inducement, long-term portion	<u>\$ 40,308</u>	<u>\$ 54,965</u>

10. Commitments

The Federation has minimum lease commitments under office and photocopier leases. The current office lease will expire in September 2024. During 2018, the Federation replaced the existing copier with a new lease which will expire in November 2023. Future minimum payments excluding operating costs, are as follows:

2021	\$ 71,127
2022	74,157
2023	82,370
2024	<u>54,540</u>
	<u>\$ 282,194</u>

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY

Notes to Financial Statements

Year Ended December 31, 2020

11. Controlled Not-for-Profit Organization

The Federation controls The Friends of The Federation of Calgary Communities Society (the "Society") as the Board of Directors is the same for both organizations. The Society was formed in November 1988 to seek financial assistance from corporations and individuals to be used to provide specific services to the member community associations of the Federation. The Society is a registered charity under the Income Tax Act.

	2020	2019
Statement of financial position		
Total assets	\$ 234,379	\$ 152,282
Total liabilities	(105,895)	(40,749)
	<u>\$ 128,484</u>	<u>\$ 111,533</u>
Statement of operations		
Total revenue	\$ 96,285	\$ 49,804
Total expenses	(79,334)	(35,802)
	<u>\$ 16,951</u>	<u>\$ 14,002</u>
Statement of cash flows		
Cash flows from operating activities	<u>\$ 16,163</u>	<u>\$ 10,781</u>

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

12. Financial instruments

The Federation is exposed to various risks through its financial instruments and has a comprehensive risk management framework to monitor, evaluate and manage these risks. The following analysis provides information about the Federation's risk exposure and concentration as of December 31, 2020.

(a) Credit risk

Credit risk arises from the potential that a counter party will fail to perform its obligations. The Federation is exposed to credit risk from customers. In order to reduce its credit risk, the Federation reviews a new customer's credit history before extending credit and conducts regular reviews of its existing customers' credit performance. An allowance for doubtful accounts is established based upon factors surrounding the credit risk of specific accounts, historical trends and other information. The Federation has a significant number of customers which minimizes concentration of credit risk.

(continues)

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY

Notes to Financial Statements

Year Ended December 31, 2020

12. Financial instruments *(continued)*

(b) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Federation is exposed to this risk mainly in respect of its receipt of funds from its customers and other related sources, long-term debt, obligations under capital leases, contributions to the pension plan, and accounts payable.

(c) Interest rate risk

Interest rate risk is the risk that the value of a financial instrument might be adversely affected by a change in the interest rates. In seeking to minimize the risks from interest rate fluctuations, the Federation manages exposure through its normal operating and financing activities. The Federation is exposed to interest rate risk primarily through its floating interest rate bank indebtedness and credit facilities.

13. COVID-19 Pandemic

The global COVID-19 pandemic has disrupted economic activities. Although the disruption from the virus is expected to be temporary, given the dynamic nature of these circumstances, the duration of the disruption and the related impact is difficult to determine at this time. Management continues to monitor the events and make adjustments to operations if required. Management is currently assessing the long term financial impact of the pandemic; however, it is not possible to reliably estimate the impact on the financial results in future periods.

The Federation has received the amount of \$10,000 (2019: \$nil) from the insurance company which covers a variety of technology and software to enable work from home for all staff related to COVID-19 shutdown in March 2020.

The Federation is also a part of the Canada Emergency Commercial Rent Assistance (CECRA) program. This program lowers rent by 75% for small businesses that have been affected by COVID-19. Rent expense, included in facility overhead, was reduced by 75% for the months of April, May and June. Lease commitments (Note 10) are based on the original lease amounts.

During the year, the Canadian government offered a program under which qualifying organizations could apply for and receive support to continue employing individuals through the global pandemic. Management reviewed the criteria and determined the criteria was met, and subsequently applied for the funding. An amount of \$274,282 (2019: \$nil) has been approved and reflected on the Statement of Operations.

THE FEDERATION OF CALGARY COMMUNITIES SOCIETY
Schedules to the Financial Statements
For the Year Ended December 31, 2020

(Schedule 1)

	2020	2019
Office and miscellaneous revenue		
Postage	\$ 798	\$ 782
Mileage and parking	201	948
Stationary and supplies	160	400
Marketing and publications	133	824
Courier	57	23
Miscellaneous revenue	31	69
Photocopier	4	197
	<u>\$ 1,384</u>	<u>\$ 3,243</u>

(Schedule 2)

	2020	2019
Office and administration expenses		
Stationary, supplies and software	\$ 24,851	\$ 22,764
Insurance	15,056	15,655
Small equipment	4,387	-
Telephone	3,494	4,413
Postage	1,891	2,387
Copier charges	1,885	3,637
Payroll service charges	1,679	1,673
Merchant account charges	1,431	1,765
Mileage and parking	495	4,470
Bank charges	150	274
Courier	111	92
	<u>\$ 55,430</u>	<u>\$ 57,130</u>

Bylaws for the



The Federation of Calgary Communities
Amended August 2020 to present to the membership

THE FEDERATION OF CALGARY COMMUNITIES

ARTICLE 1

1.1.0 Preamble

1.1.1 The Federation of Calgary Communities is an organization incorporated under the *Societies Act* of Alberta on August 10, 1961.

1.1.2 This document is the general Bylaws of The Federation of Calgary Communities (The Federation). These bylaws regulate the transaction of business and affairs of The Federation.

ARTICLE 2

2.1.0 Definitions

In these Bylaws, unless otherwise provided, the following terms shall have the following meanings:

2.1.1 "Board" or "Board of Directors" means the elected and appointed Board of Directors of The Federation.

2.1.2 "Community Association" means:

a) an organization incorporated, established, or registered pursuant to the laws of Alberta, representing residents in a specific geographic community or communities in Calgary; and,

b) recognized by the City of Calgary as a Community Association.

Commented [LE1]: Housekeeping: Refined using Provincial language and to simplify

2.1.3 "Director" means an individual elected or appointed to the Board of Directors of The Federation.

2.1.4 "Executive Director" means the senior staff person reporting to the Board of Directors and responsible for the provision of overall management and leadership in implementing Board policy in a manner consistent with the mission and goals of The Federation.

2.1.5 "The Federation" means The Federation of Calgary Communities.

2.1.6 "General Meeting" is comprised of the Official Representatives of the Full Member Community Associations and current Directors of The Federation.

Commented [LE2]: Housekeeping: to clarify "which" directors

2.1.7 "General Resolution" means a resolution passed by a majority vote of the persons present and entitled to vote at a duly called and constituted meeting.

Commented [LE3]: Housekeeping: unnecessary word that could mean "in person"

2.1.8 "Member" means a Member of The Federation as described in Article 3.

Commented [LE4]: Housekeeping: to add a reference

2.1.9 "Minimum of Directors" means a minimum of seven (7) elected Directors remaining in office, at any time.

2.1.10 "Objects" means the purpose for which The Federation registered as a society. The Objects are attached.

2.1.11 "Official Representative" means the individual appointed by the Community Association, as its representative at the Annual, Special and General Meetings.

2.1.12 "Special Resolution" means a resolution passed by the vote of not less than 75% of those persons present, and casting a vote at a meeting of which not less than 21 days' notice specifying the intention to propose the resolution has been duly given.

Commented [LE5]: Housekeeping – could be misinterpreted as "in person"

2.1.13 An "Ex-officio" Member is a member of a committee by virtue of holding an office in the organization. The Ex-officio Member has the rights of the other Members to participate and make motions but does not have voting privileges.

2.2.0 Interpretation

2.2.1 Where the context requires, words importing the singular only shall include the plural and vice versa; words importing any gender shall include all genders; and words importing persons shall include corporations and societies. Wherever reference is made to any statute or section thereof, such reference shall be deemed to extend and apply to any amendment of such statute.

ARTICLE 3

3.1.0 Membership

3.1.1 Categories of Members

Subject to the articles, there shall be four classes of members in The Federation as described in this Section. Each Member shall be a registered charity, or a not-for-profit organization incorporated, established, or registered pursuant to the laws of Alberta or Canada. The Board may, by resolution, approve the admission of the members of The Federation. Members may also be admitted in such other manner as may be prescribed by the Board by resolution. The following conditions of membership shall apply:

Commented [LE6]: Housekeeping: Combined 3.2.1 and added detail for clarity

3.1.1.1 Full Member

- a) A Community Association in the City of Calgary shall become a Full Member upon complying with the general requirements of membership set out in Section 3.1.1.
- b) A Full Member is entitled to access Federation services and to vote at any Annual, Special or General Meeting.

Commented [LE7]: Housekeeping: Moved from 3.2.2

3.1.1.2

Associate Member

- a) A Community Association outside the City of Calgary shall become an Associate Member upon approval of the Board and upon complying with the general requirements of membership set out in Section 3.1.1.
- b) An Associate Member is entitled to access Federation services and does not have voting privileges.

3.1.1.3

Auxiliary Member

- a) A Homeowner/Resident Association shall become an Auxiliary Member upon approval of the Board and upon complying with the general requirements of membership set out in Section 3.1.1.
- b) An Auxiliary Member is entitled to access Federation services and does not have voting privileges.

Commented [LE8]: Housekeeping: Is now captured in 3.2.3 as for consistency purposes all members are reviewed annually.

3.1.1.4

Service Member

- a) Any not-for-profit or registered charity in the City of Calgary or surrounding area, may become a Service Member upon approval of the board, by terms set by the Board from time to time.
- b) A Service Member is registered charity or not-for-profit organization incorporated, established or registered pursuant to the laws of Alberta or Canada, and is entitled to a one-year membership and access to Federation services and does not have voting privileges.

Commented [LE9]: Housekeeping: Moved from 3.2.4

3.1.2

All membership renewals are subject to annual approval by the Board of Directors.

Commented [LE10]: New: Combines from 3.2.2.—3.2.5Is now captured in 3.1.2 as for consistency purposes all members are reviewed annually.

Commented [LE11]: Housekeeping: Moved to 3.1.1 (b)

Commented [LE12]: Housekeeping: Moved to 3.1.1 (c)

3.2.0

Membership Fees

3.2.1

Except as otherwise provided herein, each Member shall be assessed an annual membership fee as determined by The Federation.

3.2.2 The membership fee structure shall be approved by a resolution passed by the vote of not less than 2/3 of the persons present and casting a vote at an Annual, Special or General Meeting.

3.2.3 The annual membership fee shall be effective for one year from January 1st to December 31st of each year and if any are not paid within one (1) calendar month of the membership renewal date, subject to Section 3.2.4, the Members in default shall automatically cease to be Members of The Federation. Membership fees will not be pro-rated.

Commented [MJW13]: Housekeeping: To combine 3.3.4 with this one.

3.2.4 Where any Member cannot afford to pay the annual fee, the Board may waive such requirement by the vote of not less than 2/3 of the Directors present.

Commented [LE14]: Housekeeping: To be inclusive and renumbered

Commented [LE15]: Housekeeping: This section has been inserted into the new 3.4.0 or old 3.5.0 as it were

3.3.0 Membership Termination

3.3.1 A membership in the Federation is terminated when:

- a. the Member dies, or, in the case of a member that is an organization, the organization is dissolved.
- b. a Member fails to maintain any qualifications for membership described in Section 3.1 of these Bylaws.
- c. the Member resigns by delivering a written resignation to the chair of the Board of The Federation, in which case such resignation shall be effective on the date specified in the resignation.
- d. the Member is expelled in accordance with Section 3.2.3 or is otherwise terminated in accordance with the articles or Bylaws.
- e. the Member's term of membership expires; or
- f. the Member is liquidated or dissolved under the laws of the Province of Alberta or Canada.

Subject to the articles, upon any termination of membership, the rights of the Member, including any rights in the property of The Federation, automatically cease to exist.

Commented [LE16]:

3.4.0 Discipline of Members

3.4.1 The Board shall have authority to suspend or expel any Member from The Federation for any one or more of the following grounds:

- a. violating any provision of the articles, Bylaws, or written policies of The Federation.
- b. carrying out any conduct which may be detrimental to The Federation as determined by the Board in its sole discretion.

- c. for any other reason that the Board in its sole and absolute discretion considers to be reasonable, having regard to the purpose of The Federation.

3.4.2 Process

In the event that the Board determines that a Member should be expelled or suspended from membership in The Federation, the President, or such other Officer as may be designated by the Board, shall provide twenty (20) days' notice of suspension or expulsion to the Member and shall provide reasons for the proposed suspension or expulsion. The Member may make written submissions to the President, or such other Officer as may be designated by the Board, in response to the notice received within such twenty (20) day period. In the event that no written submissions are received by the President, the President, or such other Officer as may be designated by the Board, may proceed to notify the Member that the Member is suspended or expelled from membership in The Federation. If written submissions are received in accordance with this section, the Board will consider such submissions in arriving at a final decision and shall notify the Member concerning such final decision within a further twenty (20) days from the date of receipt of the submissions. The Board's decision shall be final and binding on the Member, without any further right of appeal.

Commented [LE17]: New: Entire section updated to provide a clear process with due process and ability to appeal the board's decision.

ARTICLE 4

4.1.0 Board of Directors

4.1.1 The Board shall consist of a minimum of seven (7) and a maximum of sixteen (16) Directors who shall be elected as follows:

- (a) Up to fifteen (15) of the Directors shall be elected at the Annual Meeting for a term of two years; and
- (b) Calgary City Council may appoint one Councillor as a voting member of the Board. As an alternative, one (1) Associate Director, who is employed by the City of Calgary, may be appointed by Calgary City Council. This Associate Director shall have all rights and privileges of other Directors, except voting privileges.

Commented [LE18]: Housekeeping – current language

4.2.0 Roles and Responsibilities of the Board

4.2.1 The Board shall, subject to these Bylaws, have full control over, and management of the business and affairs of The Federation.

4.2.2 The Board may appoint such agents and authorize the employment of such persons as they deem necessary to carry out the Objects of The Federation. The Board may hire an Executive Director.

4.2.3 Agents and employees shall have such authority and shall perform such duties as may be prescribed by the Board.

4.2.4 In case of the absence or inability to act of any agent or employee of The Federation or for any reason that the Board may deem sufficient, the Board may delegate all or any of the power of such person or persons to any other person or persons.

4.2.5 No Director has the power to legally obligate The Federation in any manner whatsoever without the prior approval of the Board. No Director shall take upon himself to commit the time, resources or finances of The Federation, its Board, or staff without prior approval of such a commitment at a duly constituted meeting of the Board.

4.2.6 The Federation shall not endorse any political candidate.

4.2.7 Directors shall not use the resources of The Federation for personal benefit.

4.2.8 Any Officer or Director who publicly declares intention to run for election to, or appointment for, any political office (municipal, provincial or federal) shall be placed on leave of absence from all positions as an Officer, Director or committee member of The Federation of Calgary Communities until the election process is complete. Any question as to whether an Officer or Director has publicly declared such an intention shall be determined by the Board. If successful, that Officer or Director shall thereby be removed from any position with The Federation. If unsuccessful, that Officer or Director may, with Board approval, resume any position with The Federation.

4.2.9 If any Director resigns their office, the Board shall declare their office vacant and may fill the position if the Minimum of Directors is maintained. (2.1.9)

Commented [LE19]: Housekeeping – general neutral language

4.3.0 Director's Term of Office

4.3.1 a) The maximum a Director can serve is three consecutively elected two-year terms. To extend a Director's term, as needed for succession purposes only, an individual Board member has the ability to run for an additional board term - despite the fact that they have reached three consecutively elected two-year terms.

Commented [LE20]: Housekeeping – clarify terms

b) Once a Director has completed the above term, they are eligible for a Board appointment or election to the Board following an absence of two years from date of departure. All individuals are eligible for appointment to committees, special projects, or events.

Commented [LE21]: Housekeeping: clarity

4.4.0 Discipline of Directors

4.4.1 The board shall have authority to suspend or expel any Director from the Board for any one or more of the following grounds:

- a. violating any provision of the articles, Bylaws, or written policies of The Federation.
- b. carrying out any conduct which may be detrimental to The Federation as determined by the Board in its sole discretion.
- c. any Director who is absent from three (3) Board meetings during any year without reasonable cause may have their office declared vacant by the Board.
- d. for any other reason that the Board in its sole and absolute discretion considers to be reasonable, having regard to the purpose of The Federation.

4.4.2 Process

In the event that the Board determines that a Director should be expelled or suspended from the Board, the President, or such other Officer as may be designated by the Board, shall provide twenty (20) days' notice of suspension or expulsion to the member and shall provide reasons for the proposed suspension or expulsion. The Director may make written submissions to the President, or such other Officer as may be designated by the Board, in response to the notice received within such twenty (20) day period. In the event that no written submissions are received by the President, the President, or such other Officer as may be designated by the Board, may proceed to notify the member that the Director is suspended or expelled from membership in The Federation. If written submissions are received in accordance with this section, the Board will consider such submissions in arriving at a final decision and shall notify the Director concerning such final decision within a further twenty (20) days from the date of receipt of the submissions. The Board's decision shall be final and binding on the member, without any further right of appeal.

Commented [LE22]: NEW: best practice on disciplining a director

4.5.0 Appointment to the Board of Directors

4.5.1 So long as a Minimum of Directors remains in office, the Board may fill vacancies on the Board by appointing Directors until the next Annual Meeting.

4.5.2 Pursuant to Section 4.8.5, candidates for the Board shall be recommended by the Nominating Committee to the Board for its approval.

Commented [LE23]: Housekeepng - To link process and duties to another bylaw.

4.5.3 If there is not a Minimum of Directors elected remaining on the Board, the Board shall forthwith call a Special Meeting of the Full Members to fill the vacancies.

4.6.0 Roles and Responsibilities of Executive Committee

The Executive Committee

The Executive Committee shall consist of the President, Vice-president, Treasurer, and Secretary. It may also include the Past-President.

Commented [LE24]: Housekeeping – if a president has served 6 years, they can no sit as a past president

4.6.2 The Executive Committee shall ensure that the day-to-day administration of The Federation reflects the direction, policy and Bylaws as delegated by the Board.

4.6.3 Elections for the Executive Committee shall be held annually at the first Board meeting following the Annual Meeting.

4.6.4 Each Officer shall be elected for a one-year term by the Board.

4.6.5 A vacancy on the Executive Committee, occurring during the operational year, may be filled by the election of another Director.

Commented [LE25]: Housekeeping - Moved to 4.6.5 for better flow

Commented [LE26]: Housekeeping: Renumbered from 4.6.4 Moved down for flow purposes

4.7.0 Roles and Responsibilities of the Officers

4.7.1 **President** - The President of the Board, if one is to be appointed, shall be a Director and have served at least one year on the Board. The President of the Board, if any, shall, when present, preside at all meetings of the Board of Directors and of the Members. The President shall have such other duties and powers as the Board may specify.

4.7.2 **Vice-President** - The Vice-President of the Board, if one is to be appointed, shall be a Director. If the President of the Board is absent or is unable or refuses to act, the Vice-President of the Board, if any, shall, when present, preside at all meetings of the Board of Directors and of the Members. The Vice-President shall have such other duties and powers as the Board may specify.

4.7.3 **Executive Director** – If appointed, the Executive Director of The Federation shall be responsible for implementing the strategic plans and policies of The Federation. The Executive Director shall, subject to the authority of the Board, have general supervision of the affairs of The Federation.

4.7.4 **Secretary** – If appointed, the Secretary shall attend and be the Secretary of all meetings of the Board, Members, and committees of the Board. The Secretary shall enter or cause to be entered in The Federation's minute book, minutes of all proceedings at such meetings.

4.7.5 **Treasurer** – If appointed, the Treasurer shall be accountable for the financial reporting to the Board and membership. They will also have such powers and duties as the Board may specify. The Secretary and Treasurer roles maybe combined.

4.7.6 **Past President** – If appointed, the immediate Pst President may act as an Advisor to the Board of Directors and, if willing, perform any other duties as directed by the Board.

Commented [LE27]: New – existing content to operational. Replaced with basic responsibilities. The existing is in policy as job descriptions

4.8.0 Standing Committees

4.8.1 Standing Committees shall be Nominating, and work at the direction of the Board within their specific mandates. The Chair of each committee shall provide reports to the Board.

Commented [LE28]: Housekeeping - Not a standing committee – it is an operational committee

4.8.2 Other Standing Committees may be created by the Board, as required.

4.8.3 Standing Committee members shall be appointed at the first Board Meeting following the Annual Meeting and additional appointments may be made as required.

4.8.4 The Chair of each Standing Committee shall be a member of the Board of Directors.

4.8.5 Nominating Committee and Process:

Commented [LE29]: Housekeeping: to reflect the expansion of this section

4.8.5.1 The Nominating Committee shall consist of a Director appointed by the Board, who will chair the committee, and a minimum of two (2) and a maximum of five (5) other persons appointed by the Board.

4.8.5.2 Call for Nominations by the Nominating Committee will be a minimum of one hundred and twenty (120) days prior to the Annual Meeting and Close of Nominations shall be forty-five (45) days prior to the date of the Meeting.

4.8.5.3 Nominations received after Close of Nominations shall be forwarded to the Nominating Committee for consideration for future consideration.

Commented [LE30]: Housekeeping: moved up from 5.1.10

4.8.5.4 The Nominating Committee shall, based on criteria established by the Board of Directors from time to time, prepare a list of nominees for the Director positions and present that list of nominees to the Annual Meeting for consideration in election.

Commented [LE31]: Housekeeping: Moved up from 5.1.

Commented [LE32]: Housekeeping: Moved to improve flow

Commented [LE33R32]:

4.8.5.5 In the case of an election of Directors where there is a greater number of nominations than Board vacancies, voting must be by ballot. Two (2) Community Association representatives shall be scrutineers selected from volunteers decided by lot.

Commented [LE34]: Housekeeping: moved from 5.1.11

4.9.0 Ad Hoc Committees

Commented [LE35]: Housekeeping: This is not a standing committee. Policy based.

4.9.1 The Board may create Ad Hoc Committees for specific duties not included in the mandate of the Standing Committees. Ad Hoc Committees shall be established by a motion of the Board, which shall include the purpose, budget, reporting procedures and the time frame for the committee’s existence.

Commented [LE36]: Housekeeping: This is a policy and practice not a bylaw

4.10.0 Directors' Liability and Indemnity

4.10.1 The Federation shall provide insurance to indemnify each Director and Officer.

4.11.0 Remuneration

4.11.1 No Director or Officer shall receive remuneration for acting in such capacity. Profits or other accretions of The Federation shall not be used for promoting Director's personal objectives.

ARTICLE 5

5.1.0 Meetings of The Federation Annual, Special or General Meetings

5.1.1 Each Full Member shall designate one voting Official Representative to the Annual, Special or General Meetings of The Federation. Voting by proxy will not be accepted.

5.1.2 If the Official Representative is not the President, any dispute as to who an Official Representative is shall be resolved by the Chair of the meeting.

Commented [LE37]: Housekeeping – for clarity

5.1.3 A Special Meeting may be called at any time by the President of The Federation and shall be called by him/her upon receipt of a written request signed by five (5) or more Directors or by ten (10) or more Official Representatives, and only the business stated in the notice shall be dealt with.

Commented [LE38]: Housekeeping – gender neutral

5.1.4 At least twenty-one (21) days' notice, in writing, shall be given before an Annual, Special, or General Meeting.

5.1.5 Written notice, directed to the last known address of the Member or the Member's President on record with The Federation, shall be deemed received seven (7) business days from date of mailing. Notice may be served electronically and such notice will be deemed received with 24 hours.

Commented [LE39]: Housekeeping: to add clarity around electronic notices

5.1.6 A quorum for any Annual, Special, or General Meeting shall consist of twenty (20) Full Member Official Representatives.

5.1.6.1 If there is no quorum at a General Meeting within thirty minutes from the time appointed for that meeting, and provided that a minimum of one Officer and ten Voting Members, other than Board Members, are in attendance:

a. The Chairperson shall, at their discretion and prior to terminating the original meeting, fix a date, time and place to hold another meeting, and any business may be dealt with at the rescheduled meeting if a quorum is present (or deemed to be present hereunder) at that rescheduled meeting, provided that the Notice requirements specified in these Bylaws for a Special Resolution must be complied with if a Special Resolution is proposed for sanction at that rescheduled General Meeting; and

b. If there is no quorum at the rescheduled General Meeting conducted under the preceding Paragraph within thirty minutes from the time appointed for that meeting, those Voting Members present shall be deemed to be a legal quorum, and that meeting shall be conducted and its conclusions and resolutions shall be legal and binding as though a full quorum had been present.

Commented [LE40]: New: To add process if quorum is not achieved

5.1.7 The Annual Meeting shall be held on or before November 15th of each year.

5.1.8 The business of the Annual Meeting is not limited to, but shall include:

- a) The President's report
- b) The Treasurer's report and the auditor's statement
- c) Appointment of external auditor for the ensuing year
- d) Election of Directors, and
- e) Any other business of the Full Membership.

5.1.9 If The Federation chooses to make available a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of Members, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided by the policies and procedures of The Federation. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of this by-law, any person participating in a meeting of Members pursuant to this section who is entitled to vote at that meeting may vote, in accordance with the policies and procedures of The Federation, by means of any telephonic, electronic or other communication facility that the organization has made available for that purpose.

5.2.0 Board of Directors Meetings

5.2.1 Meetings of the Board may be called by the chair of the Board, the Vice-Chair of the Board or any two (2) Directors at any time.

5.2.2 Notice of the time and place for the holding of a meeting of the Board shall be given to every Director of The Federation not less than 7 days before the time when the meeting is to be held by one of the following methods:

- a) delivered personally to the last known address of the Director
- b) mailed by prepaid ordinary mail to the Director's address as set out in (a)
- c) by telephonic, electronic or other communication facility at the Director's recorded address for that purpose;

Notice of a meeting shall not be necessary if all of the Directors are present, and none objects to the holding of the meeting, or if those absent have waived notice of or have otherwise signified their consent to the holding of such meeting. Notice of an adjourned meeting is not required if the time and place of the adjourned meeting is announced at the original meeting

5.2.3 The Board may appoint a day or days in any month or months for regular meetings of the Board at a place and hour to be named. Meetings of the Board shall be by given 15 days' notice in writing delivered by mail, facsimile or electronic mail but no notice shall be required for any such regular meeting.

Commented [LE41]: Housekeeping: Revised as it is a repeat of 5.2.1

5.2.4 At any meeting of the Board, the President shall act as Chair of the meeting and in his/her absence, the Vice-President. Otherwise, the election of any Director to act as Chair shall be the first order of business.

Commented [LE42]: NEW and REVISED: Existing content has been moved around and new bylaws added for clarity

Commented [LE43]: Housekeeping: gender neutral

5.2.5 a) A majority (more than half) of the voting Directors, elected or appointed, with a minimum of five (5) attending shall constitute quorum.
b) If the City of Calgary has appointed a Councillor to the Board, and is present at the meeting, then six (6) Directors shall constitute quorum.

Commented [LE44]: Housekeeping – update terms

5.2.6 At all meetings of the Board, every question shall be decided by a majority of the votes cast on the question. In case of an equality of votes, the Chair of the meeting, in addition to an original vote, shall have a second or casting vote.

Commented [LE45]: Housekeeping: Adding clarity to “calling the question...”

5.2.7 If The Federation chooses to make available a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of the Board or any Committee, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided by the policies and procedures of The Federation. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of this Bylaw, any person participating in a meeting pursuant to this section who is entitled to vote at that meeting may vote, in accordance with the policies and procedures of The Federation, by means of any telephonic, electronic or other communication facility that the organization has made available for that purpose.

5.3.0 Executive Committee Meetings

5.3.1 Meetings of the Executive Committee shall be called by the President or at the request of any two (2) members of the Executive Committee.

5.3.2 Meetings of the Executive Committee shall be held as often as the business of The Federation shall require.

5.3.3 A quorum shall consist of a majority of the Executive Committee.

5.3.4 All members of the Executive Committee and all remaining Directors shall be duly notified of and may attend the meeting.

Commented [LE46]: Housekeeping: This is a requirement of a society

Commented [LE47]: Housekeeping: not needed – set out in terms of references

ARTICLE 6

6.1.0 Finance and Other Management Matters Finance, Accounts and Audits

6.1.1 The fiscal year of The Federation shall end December 31st

6.1.2 The audited financial statements covering the period ended December 31st shall be presented at the following Annual Meeting.

6.1.3 The books, accounts and records of the Secretary and Treasurer shall be audited at least once per year by a certified external accountant.

6.1.4 A complete and proper audited financial statement for the previous year shall be submitted by the Treasurer at the Annual Meeting.

6.1.5 Each calendar year the Board shall approve an annual budget for The Federation. Any variation of the approved budget shall be in accordance with the policies of The Federation.

Commented [LE48]: Housekeeping: to reflect the financial policies of the organization that are reviewed regularly

6.1.6 The banking business of the Federation shall be transacted at such bank, trust company or other firm or corporation carrying on a banking business in Canada.

Commented [LE49]: Housekeeping: To clarify and broaden options.

6.2.0 Inspection of Books and Records

6.2.1 The books and records of The Federation may be inspected by any duly authorized Official Representative of a Full Member at any time during regular business hours at the registered office of The Federation. Reasonable notice shall be given to The Federation and a time satisfactory to both parties shall be arranged. Each Director of The Federation shall at all times have access to all such books and records.

6.3.0 Seal of The Federation

6.3.1 The Federation may have a corporate seal in the form approved from time to time by the Board. If a corporate seal is approved by the Board, the Secretary of the Federation shall be the custodian of the approved corporate seal.

Commented [LE50]: Housekeeping: Simplified and revised to allow for the creation of a different form of a corporate seal

ARTICLE 7

7.1.0 Amending the Bylaws

7.1.1 These Bylaws may be rescinded, altered, or added to by a Special Resolution of the Full Members.

7.1.2 Twenty-one (21) days' written notice specifying the intention to propose the resolution as a Special Resolution must be given to the Full Members.

ARTICLE 8

8.1.0 Rules of Order

8.1.1 The current *Roberts Rules of Order - Newly Revised* will apply to procedural matters that are not otherwise expressly provided for in the Bylaws.

ARTICLE 9

9.1.0 Dissolution of The Federation

9.1.1 At the time of dissolution, funds held in the Gaming Account or Consolidated Gaming Account or assets purchased with gaming proceeds will be returned or distributed to another charitable organization with the approval of the Alberta Gaming and Liquor Commission Board.

9.1.2 Upon the dissolution of The Federation and upon payment of all debts and liabilities, the remaining property of The Federation shall be distributed to the Full Members.

Federation of Calgary Communities Registered Objects

- a) Communicate with and/or facilitate communication between our members.
- b) Assist our Member community associations.
- c) Research and assist groups of our Members with common problems/issues.
- d) Make representation on behalf of our Members regarding issues that concern them.
- e) Identify issues of concern to our Members and assist them in safeguarding their interests.
- f) To communicate and co-ordinate communication with all levels of government.

The Federation of Calgary Communities
Amended August 2020 to present to the membership

Official Bylaws for the



THE FEDERATION OF CALGARY COMMUNITIES

ARTICLE 1

1.1.0 Preamble

1.1.1 The Federation of Calgary Communities is an organization incorporated under the *Societies Act* of Alberta on August 10, 1961.

1.1.2 This document is the general bylaws of The Federation of Calgary Communities (The Federation). These bylaws regulate the transaction of business and affairs of The Federation.

ARTICLE 2

2.1.0 Definitions

In these Bylaws, unless otherwise provided, the following terms shall have the following meanings:

2.1.1 "Area Councils" means groups of Community Associations, as defined by The Federation of Calgary Communities, that facilitates communication amongst themselves and with The Federation.

2.1.2 "Board" or "Board of Directors" means the elected and appointed Board of Directors of The Federation.

2.1.3 "Community" means a defined geographic area and residents thereof, identified by name, and recognized as such by The Federation.

2.1.4 "Community Association" means an organization incorporated, established or registered pursuant to the laws of Alberta, representing residents in a specific community or communities in Calgary who voluntarily become members of the Community Association by paying a minor membership fee and where the primary purpose is to: (i) enhance the quality of life for the residents; (ii) enhance the programs, public facilities or services for the residents, or (iii) provide non-profit sporting, educational, social, recreational or other activities for the residents without reference to race, culture, ethnic origin, religious belief or ownership of property.

2.1.5 "Director" means an individual elected or appointed to the Board of Directors of The Federation.

2.1.6 "Executive Director" means the senior staff person reporting to the Board of Directors and responsible for the provision of overall management and

leadership in implementing Board policy in a manner consistent with the mission and goals of The Federation.

- 2.1.7 "The Federation" means The Federation of Calgary Communities.
- 2.1.8 "General Meeting" is comprised of the Official Representatives of the Full Member Community Associations and current The Federation Directors.
- 2.1.9 "General Resolution" means a resolution passed by a majority vote of the persons present personally and entitled to vote at a duly called and constituted meeting.
- 2.1.10 "Homeowner/Resident Association" means an organization representing a residential community (communities), incorporated, established or registered pursuant to the laws of Alberta, inside or outside the City of Calgary, representing the property owners who pay fees to manage common facilities and or activities, as determined by the Board in its absolute discretion and upon complying with the general requirements of membership set out in Section 3.2.1.
- 2.1.11 "Member" means a member of The Federation.
- 2.1.12 "Minimum of Directors" means a minimum of seven (7) elected Directors remaining in office, at any time.
- 2.1.13 "New Community Associations" shall mean a Calgary Community Association incorporated under the Societies Act of Alberta for less than two years.
- 2.1.14 "Objects" means the purpose for which The Federation registered as a society. The objects are attached.
- 2.1.15 "Officer" means a member of the Executive Committee, which includes the Past President, President, Vice-President, Treasurer, and Secretary.
- 2.1.16 "Official Representative" means the individual appointed by the Community Association, as its representative at the Annual, Special and General Meetings.
- 2.1.17 "Operational year" means the time from one Annual Meeting to the next.
- 2.1.18 "Special Resolution" means a resolution passed by the vote of not less than 75% of those persons present personally and casting a vote at a meeting of which not less than 21 days notice specifying the intention to propose the resolution has been duly given.

2.1.19 An “Ex-officio” member is a member of a committee by virtue of holding an office in the organization. The Ex-officio member has the rights of the other members to participate and make motions but does not have voting privileges.

2.2.0 Interpretation

2.2.1 Where the context requires, words importing the singular only shall include the plural and vice versa; words importing any gender shall include all genders; and words importing persons shall include corporations and societies. Wherever reference is made to any statute or section thereof, such reference shall be deemed to extend and apply to any amendment of such statute.

ARTICLE 3

3.1.0 Membership

3.1.1 Categories of Members

There are three categories of members:

- a) Full Member;
- b) Associate Member;
- c) Auxiliary Member;
- d) Service Member.

3.2.0 General Requirements of Membership

3.2.1 Each Member shall be a not-for-profit organization incorporated, established or registered pursuant to the laws of Alberta, that voluntarily pays an annual membership fee assessed by The Federation, acts in accordance with the Bylaws and the Objects and whose interests are not adverse to the Federation. The Memberships are open to the public in accordance with the definitions provided for in these Bylaws.

3.2.2 Full Member

- a) A Community Association in the City of Calgary shall become a Full Member upon complying with the general requirements of membership set out in Section 3.2.1.
- b) A Full Member is entitled to access Federation services at preferential rates and to vote at any Annual, Special or General meeting.

3.2.3 Associate Member

- a) A Community Association outside the City of Calgary shall become an Associate Member upon approval of the Board and upon complying with the general requirements of membership set out in Section 3.2.1.
- b) An Associate Member is entitled to access Federation services at scheduled rates and does not have voting privileges.

3.2.4 Auxiliary Member

- a) A Homeowner/Resident Association shall become an Auxiliary Member upon approval of the Board and upon complying with the general requirements of membership set out in Section 3.2.1.
- b) An Auxiliary Member is entitled to access Federation services at rates set by the Federation from time to time and does not have voting privileges.
- c) Auxiliary Membership is subject to annual approval by the Board of Directors.

3.2.5 Service Member

- a) Any organization in the City of Calgary, may become a Service Member upon approval of the Board, by terms set by the board from time to time, and upon complying with the general requirements of membership set out in Section 3.2.1.
- b) A Service Member is entitled to a one-year membership and access to Federation services at set by the Federation from time to time and does not have voting privileges.
- c) Service Membership is subject to annual approval by the Board of Directors.

3.3.0 Membership Fees

3.3.1 Except as otherwise provided herein, each Member shall be assessed an annual membership fee as determined by The Federation.

3.3.2 The membership fee structure shall be approved by a resolution passed by the vote of not less than 2/3 of the persons present personally and casting a vote at an Annual , Special or General Meeting.

3.3.3 The annual membership fee shall be effective for one year from January 1st to December 31st of each year. Membership fees will not be pro-rated.

3.3.4 In order to maintain continuous membership in The Federation, each Member shall pay its membership fees for the upcoming membership year before the expiration of the current membership year.

3.3.5 Where any Community Association in the City of Calgary cannot afford to pay the annual fee, the Board may waive such requirement by the vote of not less than 2/3 of the Directors present.

3.3.6 New Community Associations, by written request, will be extended membership at no cost for two years with approval by the Board.

3.4.0 Withdrawal of Membership

3.4.1 Any Member may withdraw from membership in The Federation by notifying the Board in writing to that effect. Withdrawal will be effective immediately upon receipt by the Board of such notice.

3.4.2 There will be no refund of membership fee on withdrawal.

3.4.3 Any Member, upon payment of current fees, may be reinstated.

3.5.0 Expulsion from Membership

3.5.1 By Special Resolution of the Full Members, a member may be expelled for conduct deemed harmful to the Bylaws or Objects of The Federation.

3.5.2 Full Members shall receive not less than thirty (30) days prior written notice of the intention to place an expulsion of membership resolution before a meeting of the Full Membership.

3.5.3 Following expulsion, Full Membership in The Federation may be reinstated by Special Resolution of the Full Membership.

3.5.4 Associate, Auxiliary and Service Membership may be expelled, by the Board, for conduct deemed harmful to the Bylaws or Objects of The Federation or for failure to comply with 3.2.1.

3.5.5 Full Members will be struck by the Board of Directors for non-compliance of 3.2.1, or should fees not be paid within thirty (30) days of expiration.

ARTICLE 4

4.1.0 Board of Directors

4.1.1 The Board shall consist of a minimum of seven (7) and a maximum of sixteen (16) Directors who shall be elected as follows:

- (a) Up to fifteen (15) of the Directors shall be elected at the Annual Meeting for a term of two years; and
- (b) Calgary City Council may appoint one Alderman as a voting member of the Board. As an alternative, one (1) Associate Director, who is employed by the City of Calgary, may be appointed by Calgary City Council. This Associate Director shall have all rights and privileges of other Directors, except voting privileges;

4.2.0 Roles and Responsibilities of the Board

- 4.2.1 The Board shall, subject to these Bylaws, have full control over, and management of the business and affairs of The Federation.
- 4.2.2 The Board may appoint such agents and authorize the employment of such persons as they deem necessary to carry out the Objects of The Federation. The Board may hire an Executive Director.
- 4.2.3 Agents and employees shall have such authority and shall perform such duties as may be prescribed by the Board.
- 4.2.4 In case of the absence or inability to act of any agent or employee of The Federation or for any reason that the Board may deem sufficient, the Board may delegate all or any of the power of such person or persons to any other person or persons.
- 4.2.5 No Director has the power to legally obligate The Federation in any manner whatsoever without the prior approval of the Board. No Director shall take upon himself to commit the time, resources or finances of The Federation, its Board or staff without prior approval of such a commitment at a duly constituted meeting of the Board.
- 4.2.6 The Federation shall not endorse any political candidate.
- 4.2.7 Directors shall not use the resources of The Federation for personal benefit.
- 4.2.8 Any Officer or Director who publicly declares intention to run for election to or appointment for any political office (municipal, provincial or federal) shall be placed on leave of absence from all positions as an Officer, Director or committee member of The Federation of Calgary Communities until the election process is complete. Any question as to whether an Officer or Director has publicly declared such an intention shall be determined by the Board. If successful, that Officer or Director shall thereby be removed from any position with The Federation. If unsuccessful, that Officer or Director may, with Board approval, resume any position with The Federation.
- 4.2.9 If any Director resigns his office the Board shall declare his office vacant and may fill the position if the Minimum of Directors is maintained. (2.1.11)
- 4.2.10 Any Director who is absent from three (3) Board meetings during any year without reasonable cause may have his office declared vacant by the Board.
- 4.3.0 Director's Term of Office**
- 4.3.1 a) The maximum a Director can serve is three consecutive elected two year terms. To extend, as needed for succession purposes only, an individual board

member's ability to run for an additional board term despite the fact that they have reached three consecutive elected two year terms.

b) Once a Director has completed the above, three consecutive elected two year terms, they are eligible for a Board appointment or election to the Board following an absence of two years from date of departure. All individuals are eligible for appointment to committees, special projects or events.

4.4.0 Expulsion from the Board of Directors

4.4.1 A Director maybe expelled from the board, by a majority of at least 2/3 of the votes cast at a General Meeting of which notice has been given, specifying the intention of the proposed resolution to remove a Director before the expiration of their term of office.

4.4.2 The Board may by Special Resolution, expel any Director or Officer whose conduct is determined by the Directors to be improper, unbecoming or likely to endanger the interest or reputation of The Federation or who wilfully commits a breach of the Bylaws or Objects. No member shall be expelled without being notified in writing of the complaint, with 21 days notice given of the opportunity to be heard at a meeting called for that purpose. The meeting shall be held not less than 21 days and not more than 28 days from date of motion arising.

4.5.0 Appointment to the Board of Directors

4.5.1 So long as a Minimum of Directors remains in office, the Board may fill vacancies on the Board by appointing Directors until the next Annual Meeting.

4.5.2. Candidates for the Board shall be recommended by the Nominating Committee to the Board for its approval.

4.5.3 If there is not a Minimum of Directors elected remaining on the Board, the Board shall forthwith call a Special Meeting of the Full Members to fill the vacancies.

4.6.0 Roles and Responsibilities of Executive Committee

4.6.1 The Executive Committee

The Executive Committee shall consist of the Past President, President, Vice-president, Treasurer, and Secretary.

4.6.2 The Executive Committee shall ensure that the day-to-day administration of The Federation reflects the direction, policy and bylaws as delegated by the Board.

4.6.3 Elections for the Executive Committee shall be held annually at the first Board meeting following the Annual Meeting.

4.6.4 A vacancy on the Executive Committee occurring during the operational year, may be filled by the election of another Director.

4.6.5 Each Officer shall be elected for a one-year term by the Board. No Officer may serve for more than two consecutive terms in the same office and must vacate that office for one full year before being eligible to assume that same office again. To extend, as needed for succession purposes, the Officer term beyond the two consecutive terms for holding the same executive positions, should the newly elected Board of Directors vote to maintain consistency in some or all of the executive positions.

4.7.0 Roles and Responsibilities of the Officers

4.7.1 President

- a) No Director shall be elected President without having served at least one (1) full year as an elected member of the Board.
- b) The President shall act as Chair at all meetings of The Federation and shall be an ex-officio member of all committees, excepting the Nominating Committee.
- c) The President shall approve all Executive, Board, Annual, Special and General Meeting agendas.
- d) The President shall be the official spokesperson for The Federation, speaking at the direction of and on behalf of the Board.
- e) The President shall be the primary signing authority for The Federation and shall co-ordinate the overall functioning of the Board.
- f) The President shall, with the Secretary, sign all approved resolutions and approved minutes of The Federation.
- g) The President shall perform any other duties as directed by the Board.

4.7.2 Vice-President

- a) No Director shall be elected Vice-President without having served at least one (1) full year as an elected member of the Board.
- b) The Vice-President shall assist in the performance of the President's duties, shall assist in co-ordinating the affairs of The Federation, and shall perform such other duties as are required of the office.
- c) In the absence of the President, the President's duties shall be performed by the Vice-President.
- d) The Vice-President shall perform any other duties as directed by the Board.

4.7.3 Secretary

- a) It shall be the responsibility of the Secretary to ensure that Executive Committee, Board and General Meeting minutes are accurately recorded, distributed and filed as the records of The Federation.

- b) The Secretary shall ensure that an accurate Membership list is retained.
- c) The Secretary shall perform any other duties as directed by the Board.

4.7.4 Treasurer

- a) The Treasurer shall ensure all moneys paid to The Federation are recorded and deposited.
- b) The Treasurer shall present a full detailed account of The Federation's receipts and disbursements to the Board whenever requested and shall present to the Annual Meeting a statement duly audited, as hereinafter set forth, of the financial position of The Federation and submit copies of same to the Secretary for the records of The Federation.
- c) The Treasurer shall perform any other duties as directed by the Board.

4.8.0 Standing Committees

4.8.1 Standing Committees shall be Nominating and Personnel, and work at the direction of the Board within their specific mandates. The Chair of each committee shall provide reports to the Board.

4.8.2 Other Standing Committees may be created by the Board, as required.

4.8.3 Standing Committee members shall be appointed at the first Board Meeting following the Annual Meeting and additional appointments may be made as required.

4.8.4 The Chair of each Standing Committee shall be a member of the Board of Directors.

4.8.5 Nominating Committee:

4.8.5.1 The Nominating Committee shall consist of a director appointed by the board, who will chair the committee, and a minimum of two (2) and a maximum of five (5) other persons appointed by the Board.

4.8.5.2 The Nominating Committee shall, based on criteria established by the Board of Directors from time to time, prepare a list of nominees for the Director positions and present that list of nominees to the Annual Meeting for consideration in election.

4.8.6 Personnel Committee

This committee shall formulate and recommend all personnel policies to the Board.

4.9.0 Advisory Council

The Advisory Council composed of resource persons may be constituted by the Board to provide advice and guidance upon request.

4.10.0 Immediate Past President

4.10.1 The immediate past President may act as an Advisor to the Board of Directors and, if willing, perform any other duties as directed by the Board.

4.10.2 If the Past President has served the maximum term, in compliance with clause 4.3.1.a) of these By-laws, the Board position is deemed vacant.

4.11.0 Ad Hoc Committees

4.11.1 The Board may create Ad Hoc Committees for specific duties not included in the mandate of the Standing Committees. Ad Hoc Committees shall be established by a motion of the Board, which shall include the purpose, budget, reporting procedures and the time frame for the committee's existence.

4.12.0 Directors' Liability and Indemnity

4.12.1 The Federation shall provide insurance to indemnify each Director and Officer.

4.13.0 Remuneration

4.13.1 No Director or Officer shall receive remuneration for acting in such capacity. Profits or other accretions of The Federation shall not be used for promoting Director's personal objectives.

ARTICLE 5

5.1.0 Meetings of The Federation Annual, Special or General Meetings

5.1.1 Each Full Member shall designate one voting Official Representative to the Annual, Special or General Meetings of The Federation. Voting by proxy will not be accepted.

5.1.2 If the Official Representative is not the President, any dispute as to who is an Official Representative shall be resolved by the Chair.

5.1.3 A Special Meeting may be called at any time by the President of The Federation and shall be called by him upon receipt of a written request signed by five (5) or more Directors or by ten (10) or more Official Representatives, and only the business stated in the notice shall be dealt with.

5.1.4 At least twenty one (21) days notice, in writing, shall be given before an Annual, Special, or General Meeting.

5.1.5 Written notice directed to the last known address of the Member or the Member's President on record with The Federation shall be deemed received seven (7) business days from date of mailing.

- 5.1.6 A quorum for any Annual, Special, or General Meeting shall consist of twenty (20) Full Member Official Representatives.
- 5.1.7 The Annual Meeting shall be held on or before November 15th of each year.
- 5.1.8 The business of the Annual Meeting is not limited to, but shall include:
- a) The President's report;
 - b) The Treasurer's report and the Auditor's statement;
 - c) Appointment of external auditor for the ensuing year;
 - d) Election of Directors; and
 - e) Any other business of the Full Membership.
- 5.1.9 Call for nominations by the Nominating Committee will be a minimum of one hundred and twenty (120) days prior to the Annual Meeting and Close of Nominations shall be forty-five (45) days prior to the date of the Meeting.
- 5.1.10 Nominations received after Close of Nominations shall be forwarded to the Nominating Committee for consideration for future consideration.
- 5.1.11 In the case of an election of Directors where there is a greater number of nominations than Board vacancies, voting must be by ballot. Two (2) Community Association representatives shall be scrutineers selected from volunteers decided by lot.
- 5.1.12 If The Federation chooses to make available a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of Members, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided by the policies and procedures of The Federation. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of this by-law, any person participating in a meeting of Members pursuant to this section who is entitled to vote at that meeting may vote, in accordance with the policies and procedures of The Federation, by means of any telephonic, electronic or other communication facility that the organization has made available for that purpose

5.2.0 Board of Directors Meetings

- 5.2.1 Meetings of the Board shall be held as often as the business of The Federation shall require, and at least once every month, excepting July.

- 5.2.2 A meeting of the Board may be called at any time by the President and shall be called by him upon receipt of a written request by two (2) or more Directors stating the business to be brought before the meeting.
- 5.2.3 Meetings of the Board shall be by giving fifteen (15) days notice in writing mailed to each Member or by giving seven (7) days notice by telephone, facsimile, courier or electronic mail (e-mail).
- 5.2.4 At any meeting of the Board, the President shall act as chair of the meeting and in his absence, the Vice-president. Otherwise, the election of any Director to act as chair shall be the first order of business.
- 5.2.5 a) A majority (more than half) of the voting Directors, elected or appointed, with a minimum of five (5) attending shall constitute quorum.
b) If the City of Calgary has appointed an Alderman to the Board, and is present at the meeting, then six (6) Directors shall constitute quorum.
- 5.2.6 Calling the question at any meeting shall be decided by a majority vote. Voting by proxy will not be accepted.
- 5.2.7 All votes at any meeting shall be by assent or dissent, or shall be by ballot if so requested by any Director present.
- 5.2.8 If The Federation chooses to make available a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of Members, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided by the policies and procedures of The Federation. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of this by-law, any person participating in a meeting of Members pursuant to this section who is entitled to vote at that meeting may vote, in accordance with the policies and procedures of The Federation, by means of any telephonic, electronic or other communication facility that the organization has made available for that purpose

5.3.0 Executive Committee Meetings

- 5.3.1 Meetings of the Executive Committee shall be called by the President or at the request of any two (2) members of the Executive Committee.
- 5.3.2 Meetings of the Executive Committee shall be held as often as the business of The Federation shall require.
- 5.3.3 A quorum shall consist of a majority of the Executive Committee.

5.3.4 All members of the Executive Committee and all remaining Directors shall be duly notified of and may attend the meeting. The minutes of such meeting shall be distributed to all Directors.

5.4.0 Standing and Ad Hoc Committee Meetings

5.4.1 The Standing Committee meetings will be called by the Committee Chair.

ARTICLE 6

6.1.0 Finance and Other Management Matters Finance, Accounts and Audits

6.1.1 The fiscal year of The Federation shall end December 31st

6.1.2 The audited financial statements covering the period ended December 31st shall be presented at the following Annual Meeting.

6.1.3 The books, accounts and records of the Secretary and Treasurer shall be audited at least once per year by a certified external accountant.

6.1.4 A complete and proper audited financial statement for the previous year shall be submitted by the Treasurer at the Annual Meeting.

6.1.5 a) Approval of a budget by the Board shall be approval of any expenditure contained therein.

b) No expenditure over \$500 outside the approved budget shall be made without prior approval of the Board of Directors.

6.1.6 Operating accounts may be established for routine operation of The Federation to which Directors may transfer funds or allow funds to remain for approved budget expenditures. All other funds are to remain in the general and/or investment accounts.

6.1.7 All moneys shall be retained in an institution that provides deposit insurance.

6.1.8 Any two of the following persons; President, Treasurer, Vice-President, Secretary, or Executive Director shall sign all cheques and other financial instruments on the general, operational or investment accounts with the provision that any cheque payable to a Director shall not be signed by that Director.

6.1.9. The Federation may borrow money or issue a debenture only if such is approved by Special Resolution of the Full Members. Refer to 2.1.3.

6.2.0 Inspection of Books and Records

6.2.1 The books and records of The Federation may be inspected by any duly authorized Official Representative of a Full Member at any time during regular business hours at the registered office of The Federation. Reasonable notice shall be given to The Federation and a time satisfactory to both parties shall be arranged. Each Director of The Federation shall at all times have access to all such books and records.

6.3.0 Seal of The Federation

6.3.1 The Seal, whenever used for legal documents, shall be authenticated by the signatures of the President and any other of the following officers; Secretary, Vice-President, Treasurer or Executive Director.6.3.2

- a) The Board shall ensure that the seal of The Federation is kept in a secured location.
- b) Ceremonial use of the seal of The Federation will be at the discretion of the Board.

ARTICLE 7

7.1.0 Amending the By-Laws

7.1.1 These By-laws may be rescinded, altered or added to by a Special Resolution of the Full Members.

7.1.2 Twenty-one (21) days written notice specifying the intention to propose the resolution as a Special Resolution must be given to the Full Members.

ARTICLE 8

8.1.0 Rules of Order

8.1.1The current *Roberts Rules of Order - Newly Revised* will apply to procedural matters that are not otherwise expressly provided for in the Bylaws.

ARTICLE 9

9.1.0 Dissolution of The Federation

9.1.1. At the time of dissolution funds held in the Gaming Account or Consolidated Gaming Account or assets purchased with gaming proceeds will be returned or distributed to another charitable organization with the approval of the Alberta Gaming and Liquor Commission Board.

9.1.2 Upon the dissolution of The Federation and upon payment of all debts and liabilities, the remaining property of The Federation shall be distributed to the Full Members.

Federation of Calgary Communities Registered Objects

- a) Communicate with and/or facilitate communication between our members;

- b) Assist our Member community associations;
- c) Research and assist groups of our Members with common problems/issues;
- d) Make representation on behalf of our Members regarding issues that concern them;
- e) Identify issues of concern to our Members and assist them in safeguarding their interests;
- f) To communicate and co-ordinate communication with all levels of government.

Society Bylaw Change - Proof of Filing

Alberta Amendment Date: 2020/10/27

The Bylaws are filed as of 2020/10/27

Service Request Number: 34398411
Corporate Access Number: 500036959
Business Number:
Legal Entity Name: THE FEDERATION OF CALGARY COMMUNITIES
Legal Entity Status: Active
Fiscal Year End: 12/31

Annual Return

File Year	Date Filed
2020	2020/11/16
2019	2019/09/03
2018	2019/01/28

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Special Resolution	10000298000041760	1998/04/20
Objects	10000698000041763	1998/04/20
Special Resolution	10000997000008625	1998/04/20
Annual Return Form	10000699000116710	1999/08/10
Bylaws	10000599000309969	1999/09/30
Special Resolution	10000799000309968	1999/09/30
Annual Return Form	10000600000142685	2000/07/17
Bylaws	10000800000381731	2001/01/22
Objects	10000801000005050	2001/01/22
Special Resolution	10000600000381732	2001/01/22
Special Resolution	10000000000381730	2001/01/22
Special Resolution	10000802000332122	2002/12/12
Bylaws	10000602000332123	2002/12/12
List of Director/Officer	10000802000333862	2003/01/09



2021 NOMINATIONS SLATE

Returning:

Austin Muir

Resident of Meadow Lark Park

Active volunteer with Meadow Lark Park Community Association

Identified area of experience: financial, IT

Alyson Robb

Resident of Triwood

Identified area of experience: communications, marketing, government relations

John McKinley

Resident of West Hillhurst

Volunteer with West Hillhurst Community Association

Identified area of experience: Legal

New:

Arielle Sie-Mah

Resident of Hillhurst-Sunnyside

Identified area of experience: legal

Elaina Eifler

Resident of Westsprings

Identified area of experience: human resources, board leadership

Marta Ligocki

Resident of Downtown

Former board member of Beltline Resident Association

Identified area of experience: strategic planning, granting, community associations