

# Bylaws

Yellowknife Elks Lodge #314  
of the Benevolent and Protective Order of  
Elks of Canada



2015

---

## **ARTICLE 1. DEFINITIONS**

“Annual General Meeting” means the annual meeting convened for the purpose of receiving the audited financial statement and for the election of Officers;

“general meeting” includes the annual general meeting and a special general meeting;

“Lodge” means Yellowknife Elks Lodge No. 314 of the Benevolent and Protective Order of Elks of Canada;

“Lodge Executive” means the elected and appointed Officers of the Lodge;

“member” means a member of the Lodge;

“Officer” means an Officer of the Lodge elected or appointed under article 7;

“regular meeting” means a meeting open to members of the Lodge that is not an Annual General Meeting or a Special General Meeting;

“regulation” means a regulation of the Lodge made under article 18.

## **ARTICLE 2. LODGE MEMBERSHIP**

(1) A person who is of good reputation, a believer in a Supreme Being, an adherent of lawful government and who has attained the minimum age of 16 years is eligible for membership in the Lodge.

(2) The Lodge may initiate candidates at any regular or general meeting, by a majority vote of members present and voting.

(3) A member may resign from membership in the Lodge by giving written notice to the Secretary.

## **ARTICLE 3. RIGHTS OF MEMBERS**

All members in good standing have the right to take part in all activities and to use the facilities of the Lodge, subject to such regulations and the payment of such additional fees as the members may from time to time prescribe for specific activities.

## **ARTICLE 4. ANNUAL DUES**

Annual dues of the Lodge shall be set by regulation.

## **ARTICLE 5. DISCIPLINARY PROCEDURES**

(1) Disciplinary procedures may be taken against a member upon two general grounds:

(a) violation of obligation; and

(b) conduct unbecoming an Elk.

(2) The procedures governing the commencement and conduct of disciplinary proceedings are established in the regulations.

(3) At the conclusion of disciplinary proceedings, a sanction may be imposed on a member that may include

(a) the imposition of a fine in an amount no greater than the amount of the annual dues;

(b) the suspension of all or specified privileges of Lodge membership for a period not exceeding two years;

(c) expulsion from Lodge membership.

## **ARTICLE 6. LODGE MEETINGS**

### **6.1 Regular Lodge Meetings**

- (1) The Lodge shall convene in regular meeting twice monthly, except during July and August at which time the Lodge shall be in recess.
- (2) A request for cancellation or postponement of a regular meeting may be made by a majority vote of the members in attendance at a prior regular or general meeting.
- (3) Nine members, including at least three Officers, constitute a quorum at a regular meeting.

### **6.2 Procedures Applicable to General Meetings**

- (1) Notice of a general meeting shall
  - (a) set out the time and place of the meeting and indicate the business to be transacted;
  - (b) be given at least 14 days prior to the date set for the meeting by one or more of the following methods:
    - (i) by email or fax message sent to members,
    - (ii) by posting notice at conspicuous locations at Lodge facilities and premises, or
    - (iii) by advertising in a newspaper having wide circulation in Yellowknife.
- (2) Nine members, including at least three Officers, constitute a quorum at a general meeting.
- (3) At a general meeting, a question shall be decided by a majority vote of members present and voting unless these bylaws or the *Societies Act* require otherwise.

### **6.3 Special General Meeting**

- (1) Special general meetings may be convened by the Exalted Ruler, or by a majority of the Lodge Executive, for the conduct of special business of the Lodge.
- (2) A regular meeting may be adjourned at the appointed hour for a special general meeting called for that day. The regular meeting may be reconvened following the special general meeting.

### **6.4 Annual General Meeting**

- (1) The Annual General Meeting of the Lodge shall be convened for the purpose of receiving an audited financial report of the Lodge, electing Lodge Officers, and conducting such other business as may be directed by the Lodge Executive.
- (2) The Annual General Meeting shall be held on or before the fourth Monday in April.
- (3) The Annual General Meeting shall be chaired by the Exalted Ruler, but another member may be called upon to chair a portion of the meeting.
- (4) The order of business of the Annual General Meeting should include:
  - Reading of minutes of the last Annual General Meeting and any special general meeting not accepted previously
  - Annual report of the Lodge Executive
  - Annual report of the Financial Assistance Committee Chairperson
  - Annual audited financial report
  - Nominations and election of Officers
  - Appointment of the Auditor
  - Other reports
  - Other business
  - Good of the Lodge

## **ARTICLE 7. OFFICERS AND LODGE EXECUTIVE**

- (1) The Lodge shall elect from its membership such Officers as are designated by these bylaws.
- (2) The election of Officers shall take place at the Annual General Meeting.
- (3) The Lodge Executive may appoint a member to serve as an Officer in the event of a vacancy, to serve until the next annual general meeting.
- (4) The Lodge Executive may appoint chairpersons to head necessary committees, who shall be responsible to the Lodge Executive and serve until the next Annual General Meeting.
- (5) The Officers are responsible for conducting the affairs of the Lodge in accordance with these bylaws and the *Societies Act*.
- (6) A majority of Officers constitute a quorum at any meeting of the Lodge Executive.
- (7) Officers may be paid out-of-pocket expenses to compensate them for expenses incurred in the conduct of their duties, and such other remuneration as may be established by the members at an annual general meeting.
- (8) The Officers of the Lodge are the Exalted Ruler, Immediate Past Exalted Ruler, Leading Knight, Loyal Knight, Lecturing Knight, Esquire, Chaplain, Secretary, Treasurer, Membership Director, each member of the Financial Assistance Committee, and such additional Officers who may be constituted by the Lodge Executive or by resolution of the members at a general meeting.

## **ARTICLE 8. POWERS AND DUTIES OF OFFICERS**

- (1) The Exalted Ruler convenes and presides at meetings of members and of the Lodge Executive. The Exalted Ruler is responsible for the general management and supervision of the affairs and operations of the Lodge.
- (2) The Leading Knight shall exercise the duties and powers of the Exalted Ruler in his or her absence.
- (3) The Secretary shall give notices of meetings of members and of the Lodge Executive. The Secretary is responsible for keeping minutes of such meetings.
- (4) The Treasurer is responsible for
  - (a) ensuring that full and accurate accounts are kept of the financial transactions of the Lodge;
  - (b) presenting financial updates at regular and general meetings of the members; and
  - (c) presenting the proposed annual budget for the Lodge at a regular meeting in advance of the Annual General Meeting.
- (5) The members of the Financial Assistance Committee are collectively responsible for
  - (a) evaluating requests for financial assistance in accordance with any relevant policies; and
  - (b) making recommendations in respect of those requests at regular and general meetings of the members.

## **ARTICLE 9. BORROWING POWERS**

The Lodge Executive may, by a 2/3 majority vote of those present and voting, borrow funds for capital expenditures and for current operations of the Lodge, to a maximum of \$50,000.00 in any fiscal year.

## **ARTICLE 10. DISPOSAL OF FUNDS**

- (1) All money received by or on behalf of the Lodge shall be deposited in trust for the Lodge in an account held by a chartered bank with a branch situate in Yellowknife.
- (2) All disbursements from a bank account of the Lodge shall be made by cheques signed by any two of the following:
  - (a) Exalted Ruler;
  - (b) Treasurer;
  - (c) General Manager;
  - (d) President of the Club Management Committee; and
  - (e) Vice-president of the Club Management Committee.

## **ARTICLE 11. AUDITORS**

- (1) At the annual general meeting an auditor shall be appointed for the ensuing year, or a continuing appointment shall be confirmed for the following year.
- (2) At an annual general meeting the Treasurer shall present to the members an audited financial statement reporting:
  - (a) the assets and liabilities of the Lodge in the form of a balance sheet; and
  - (b) the receipts and disbursements of the Lodge since the date of the previous financial statement and signed by the auditor.

## **ARTICLE 12. SEAL AND SIGNING AUTHORITY**

- (1) The seal of the Lodge has a representation of the head of an elk in the center, and in a circle around that representation the words "Lodge No. 314 Benevolent & Protective Order of the Elks".
- (2) The seal must be kept in the custody of the Secretary and may not be affixed to any instrument or document except by authority of a resolution of the Lodge Executive, and in the presence of the Secretary and at least one other Officer.
- (3) The Secretary and at least one other Officer designated by the Lodge Executive shall have the authority to sign instruments or documents on behalf of the Lodge.

## **ARTICLE 13. MINUTES OF MEETINGS AND OTHER RECORDS**

- (1) Minutes of meetings must be signed by either the Secretary or the Exalted Ruler.
- (2) Minutes of meetings and other records of the Lodge shall be made available for the inspection of members at an annual general meeting, or for the inspection of any member who provides 14 days' notice to the Secretary.

## **ARTICLE 14. FISCAL YEAR**

The fiscal year of the Lodge ends on the 31st day of December of each year.

## **ARTICLE 15. DISTRIBUTION OF ASSETS**

The Lodge shall not distribute any part of its income to any of its members. For greater certainty, this does not preclude the payment of reasonable salaries or employee benefits or other payments for services approved by the Lodge Executive, and it does not preclude the reimbursement of reasonable out-of-pocket expenses.

## **ARTICLE 16. WINDING UP**

On a winding up of the Lodge, the assets remaining after all liabilities have been discharged shall be distributed to charities registered pursuant to the *Income Tax Act* that operate within Yellowknife, or alternatively to charities operated by or on behalf of the Grand Lodge of the Benevolent and Protective Order of Elks of Canada.

## **ARTICLE 17. MAKING, ALTERING AND RESCINDING BYLAWS**

- (1) An Officer or the Lodge Executive may consult with the Grand Executive of the Benevolent and Protective Order of Elks of Canada before the bylaws are rescinded, replaced, altered or added to in accordance with this article.
- (2) Bylaws of the Lodge may be rescinded, replaced, altered or added to at the annual general meeting or by extraordinary resolution of the Lodge at a general meeting, but no such rescission, replacement, alteration or addition shall have any effect until it has been registered by the Registrar of Societies.

## **ARTICLE 18. REGULATIONS**

(1)The Lodge may make such regulations as it deems necessary for its governance, the management of its business and affairs, and for guidance of its Officers and members, consistent with the requirements of the *Societies Act* and with the Constitution and By-laws of the Grand Lodge of the Benevolent and Protective Order of Elks of Canada.

(2)Regulations of the Lodge may be made, rescinded, replaced, altered or added to at a general meeting or regular meeting, but no such rescission, replacement, alteration or addition shall have any effect until it has approved in the same terms by two successive meetings of the Lodge held at least ten days apart.

## **ARTICLE 19. ROLE OF GRAND LODGE**

The Lodge acknowledges that in addition to these bylaws, the regulations and the *Societies Act*, it is also subject to the Constitution, By-laws, and Regulations of the Grand Lodge of the Benevolent and Protective Order of Elks of Canada, as such may be amended from time to time.