

West Springs Cougar Ridge Community Association Special General Meeting

March 29, 2011 7:00 pm at St. Joan of Arc School

Directors in attendance: Lars Lehmann, Sandra Dragich, Wayne Kubasek, Kevin MacDonald, Trish Cardell-Robertson, Sheldon Ibach, Tom Malyszko, Dionne Batchelor Carrie Smith & Don MacLeod..

Regrets: Chris Tattrie, Cara Griffeth & Don Nicholson.

Members present: Malcolm Brown, Julianna Brandee, Kyle Mack, Corrie Banman, Mario Forcinito, Peter Zizler, Randy Walker, Mary McLeod, Myron Jost & Nadif Lalani

Call to order:

Meeting called to order by Lars Lehmann at 7:06 pm.

Presidents Message Lars

Purpose of the meeting: To recall and replace existing Bylaws of the West Springs Cougar Ridge Community Association (WSCR CA).

Background regarding Bylaws and Objects as posted on the WSCR CA website:

The original Bylaws, as amended, and posted on the Bylaws page of this website, served the WSCR CA well in its formative years but the rapidly growing community and expanding activities of the WSCR CA dictated a need to bring the Bylaws more in line with those of its peers. A Board Committee has been working for some time to re-develop our existing Bylaws with something more appropriate with the current state of our operations, and more consistent with similar Associations operating under the Societies Act.

The Committee used a 'bylaw template' from the City of Calgary that has evolved from: 1) Bylaws of other Community Associations, 2) Guidebook on bylaws from FCC, 3) requirements of the Society Act, and 4) Bylaws of other associations incorporated under the Societies Act. The template was modified where appropriate to suit our specific conditions, enhance transparency, and governance. The Board believes the new Bylaws will serve the West Springs and Cougar Ridge Community Association well into the indefinite future.

The Objects of an Association provide the Purpose of the Association and for WSCR CA, were formulated from the WSCR CA Mission Statement plus a generic template for Community Associations provided by the City/FCC. The Objects are the primary document for an Association, and the Bylaws are subordinate to, but must be consistent with, the Objects. WSCR CA has not previously had approved Objects, which also must be registered with Corporate Registries.

Should these Special Resolutions be approved, the Bylaws and Objects will be filed with Corporate Registries for approval and registration under the Societies Act. The Bylaws and Objects will become effective immediately upon approval, if any, by the Registrar.

The floor was given the opportunity to ask questions regarding Bylaw changes prior to the vote. No questions asked.

Vote

Motion made by Wayne to recall the old Bylaws for WSCR CA written in 2002 and amend them with the new Bylaws, seconded by Sandra. All in favour 113 proxies, 8 Members, 7 proxy holders (6 are Directors and 1 Member) & 5 Directors total votes cast in favour 133 this was enough to provide quorum, motion carried.

Motion made by Wayne to approve the new Objects for WSCR CA, seconded by Mary McLeod. All in favour 113 proxies, 8 Members, 7 proxy holders (6 are Directors & 1 Member) & 5 Directors total votes cast in favour 133 this was enough to provide quorum, motion carried.

Questions asked after the vote:

Q. Please explain in the Bylaws what funds are to be returned on dissolution

A. The Alberta Gaming and Liquor Commission requires that in the event the CA dissolves for any reason, any funds the CA has received and still has in its possession (at the time of dissolution) as a result of working a casino, lottery, raffle, etc. that falls under the jurisdiction of the AGLC must be returned to the AGLC or as otherwise directed by the AGLC. As an added comment, any other funds the CA has in its possession at the time of dissolution must be turned over to the City of Calgary.

Q. When do the new Bylaws come into effect and which set of Bylaws does the Association operate under until while waiting for approval of the new Bylaws?

A. The new Bylaws would come into effect once registered by Corporate Registries in Edmonton and in the meantime, the Board while legally obligated to work with existing Bylaws until the new Bylaws are approved, would work in the spirit and intent of the new Bylaws.

Meeting adjourned at 7:38 pm