

Sound Opportunity Friends Association

CONSTITUTION

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***Note: Any amendments to Objects or Bylaws must be done in accordance with the Societies Act of Alberta and must be filed with Alberta Corporate Registry.**

Sound Opportunity Friends Association

Vision Statement

Everyone sings, enjoys health, leads a balanced life, and is connected in a just and peaceful global community.

Mission Statement

The mission of the Sound Opportunity Friends Association is to sponsor and support Sound Opportunity, the singing group where every voice counts.

Values and Beliefs

We believe

- choral singing elevates the spirit, strengthens the soul, and nourishes the mind;
- choral singing enriches the community, celebrates cultures, and enhances historical and cultural identities;
- singing contributes to one's overall wellness, both physically and mentally;
- singing is a natural, creative and artistic outlet for human expression;
- singing is empowering, raising confidence and self-esteem;
- singing easily allows access to focus completely in the present moment;
- singing relieves stress and raises one's coping ability; and
- choral singing provides a sense of belonging.

Objects

The objects of the society are:

- To promote the learning and sharing of choral and vocal music;
- To promote the appreciation for and performance of choral and vocal music;
- To sponsor, promote or arrange concerts, seminars and workshops which enhance choral and vocal music;
- To sponsor or provide relief for music instruction fees to low income choristers;
- To establish friendly relations with other choirs and related societies.
- To strengthen choral community connections;
- To provide all necessary equipment and furniture for carrying on its various objects; and
- To sell, manage, lease, mortgage, dispose of, or otherwise deal with the property of the society.

Bylaws

Membership

- 1.1 Membership fee, if any, in the society shall be determined, from time to time, by the members at a general meeting. Any person residing in Alberta, and being of the full age of 15 years, may become a member by a favourable vote passed by a majority of the members at a regular meeting of the society, and upon payment of the fee. Such voting shall be by ballot, unless the meeting by resolution otherwise decides.
- 1.2 Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary.
- 1.3 If any member is in arrears for fees or assessments for any year, such member shall be automatically suspended at the expiration of six months before the end of such year and shall thereafter be entitled to no membership privileges or powers in the society until reinstated.
- 1.4 The Society may, through a Special Resolution, expel any member from membership for any cause which the society may deem reasonable.

Board of Directors

- 2.1 Board of Directors, Executive or Board, shall mean the Board of Directors of the society.
- 2.2 The Board shall, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the society.
- 2.3 Meetings of the Board shall be held as often as may be required, but at least twice per calendar year, and shall be called by the President.
- 2.4 A special meeting of the Board may be called on the instructions of any two members of the board, provided they request the President in writing to call such meeting, and state the business to be brought before the meeting.
- 2.5 Meetings of the Board shall be called by 8 days notice in writing mailed (by post or any electronic or digital means) to each member or by three days notice by word of mouth, in person or by telephone.
- 2.6 Meetings may be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.

- 2.7 Fifty-one percent (51%) of the Executive shall constitute a quorum of the board.
- 2.8 A person appointed or elected a director becomes a director if they were present at the meeting when being appointed or elected, and did not refuse the appointment. They may also become a director if they were not present at the meeting but consented in writing to act as director before the appointment or election, or within ten days after the appointment or election.
- 2.9 Any director or officer, upon a majority vote of all members in good standing present at a general meeting, may be removed from office for any cause which the society may deem reasonable.

President

- 3.1 The President shall be ex-officio a member of all Committees.
- 3.2 He/she shall, when present, preside at all meetings of the society and of the Board. In his/her absence, a chairperson may be elected at the meeting to preside.
- 3.3 The President shall ensure that all required forms are completed and submitted as required and in a timely fashion.

Secretary

- 4.1 It shall be the duty of the Secretary to attend all meetings of the society and of the Board, and to keep accurate minutes of the same.
- 4.2 In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board.
- 4.3 The Secretary shall have charge of all the correspondence of the society and be under the direction of the President and the Board.
- 4.4 The Secretary shall also keep a record of all the members of the society and their addresses, send all notices of the various meetings as required, and collect and receive the annual dues or assessments levied by the society. Such monies shall be promptly turned over to the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as required.

Treasurer

- 5.1 The Treasurer shall receive all monies paid to the society and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order.
- 5.2 He/she shall properly account for the funds of the society and keep such books as may be directed.

- 5.3 He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited of the financial position of the society and submit a copy of same to the Secretary for the records of the society.
- 5.4 The Office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.

Auditing

- 6.1 The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by at least two members of the society elected for that purpose at the Annual Meeting.
- 6.2 A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the society.
- 6.3 The fiscal year of the society in each year shall be the calendar year January 1 to December 31.
- 6.4 The books and records of the society may be inspected by any member of the society at the Annual Meeting or at anytime upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same.
- 6.5 Each member of the Board shall at all times have access to such books and records.

Meetings

- 7.1.1 This society shall hold an annual meeting on or before May 31 in each year, of which notice in writing shall be delivered to each member in person or in the mail to their last known address at least thirteen days prior to the date of the meeting.
- 7.1.2 At this meeting there shall be elected a President, Secretary, Treasurer (or Secretary-Treasurer) and any other directors as the society shall determine from time to time.
- 7.1.3 The officers and directors so elected shall form a Board, and shall serve until their successors are elected and installed.
- 7.1.4 Any vacancy occurring during the year may be filled at the next general meeting, provided it is so stated in the notice calling such meeting.
- 7.1.5 Any member who has reached the full age of 18 years and who is in good standing for at least their second consecutive year shall be eligible to any office in the society.
- 7.2 General meetings of the society may be called at any time by the Secretary upon

the instructions of the President or Board by notice in person or delivered to the last known address of each member, by mail or any electronic or digital means at least six days prior to the date of such meeting.

- 7.3 A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by letter to the last known address of each member, delivered in person or by post thirteen days prior to the meeting.
- 7.4 Twenty percent of the members in good standing shall constitute a quorum at any meeting of the society.

Voting

- 8.1 Any member who has not withdrawn from membership nor has been suspended nor expelled shall have the right to vote at any meeting of the society.
- 8.2 Such votes must be made in person and not by proxy or otherwise.

Remuneration

- 9.1 Unless authorized at any meeting and after notice for same shall have been given, no officer, director or member of the association shall receive any remuneration for his/her services.

Borrowing Powers

- 10.1 For the purpose of carrying out its objects, the society may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the society, and in no case shall debentures be issued without the sanction of a special resolution of the society.

Bylaws

- 11.1 The Bylaws may be rescinded, altered or added to by a Special Resolution.
- 11.2 This special resolution must be filed with the Registrar at Corporate Registry.

Special Resolution

- 12.1 "Special Resolution" means a resolution passed by the vote of not less than 75% of those members present at a general meeting of which not less than 21 days' notice specifying the intention to propose the resolution has been duly given.
- 12.2 Every special resolution passed for any purpose mentioned in the Societies Act shall be filed with the "Registrar". ("Registrar" is defined in the Business Corporations Act.)

Dispute Resolution

- 13.1 When a member in good standing submits a formal written dispute to any member of the Executive, a Dispute Resolution Committee is struck by the Executive, with each of the two disputing sides appointing one person to the Committee and a third person to be chosen as agreed by both sides.
- 13.2 The objectives and standards for implementation by the Dispute Resolution Committee are to be as follows:
- *Fairness* – integrity and respect will be shown at all times
 - *Simple* – minimal paper, steps and reports will be used.
 - *Accessible* – time, cost and location to make the DR user friendly
 - *Visible* – decisions available in print to members who inquire.
 - *Timeliness* – acknowledgment, intake and dialogue will be within 2 weeks of a complaint.
 - *Confidentiality* – disclosure to the respondent, and others only on a need to know basis.
 - *Transparency* – the process is genuine, in good faith and open
 - *Clarity* – steps and the reasons for the steps are clear and well understood
 - *Flexible* – process options will vary with good DR practice and the needs of the parties.
 - *Objectivity* – work as a neutral in DR will be free of bias and conflict of interest.
- 13.3 If the Dispute Resolution Committee cannot resolve the dispute to the satisfaction of both parties, the only appeal is through following the Arbitration Act of Alberta.

Dissolution

- 14.1 On dissolution, the financial assets, if any, of the Society shall be paid to a like Society or Societies as set forth by Special Resolution.
- 14.2 On dissolution, any other physical assets of the Society may be disbursed to an individual, individuals, like Society or Societies as set forth by Special Resolution.