

ARTICLE I

The name of the Society is THE WESTERN CANADIAN BLACKSMITHS GUILD

Mission Statement

The mission statement of the society is as follows:

- a) to preserve the ancient skill of Blacksmithing as a trade, a craft, and an art form.
- b) to support the continuing evolution of modern blacksmithing as a trade, craft and art form.
- c) to foster interest in the products of blacksmithing.
- d) to provide opportunities for interested candidates to learn from the old masters while they are still able and willing to teach.
- e) to provide a method of exchange of information between those interested in Blacksmithing in Western Canada.

ARTICLE II MEMBERSHIP

- Section 1 Membership shall be open to all who support the mission statement.
- Section 2 Membership dues shall be determined from time to time by the Executive Committee in office.
- Section 3 Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary. Fees are non-refundable after 6 months of membership.
- Section 4 If any member is in arrears for fees or assessments for any year, such member shall be automatically suspended at the expiration of three (3) months from the end of such year and shall thereafter be entitled to no membership privileges or powers in the society until reinstated.
- Section 5 Any member upon a two-thirds vote of all present members of the society in good standing may be expelled from membership for any cause which the society may deem reasonable. Any member in good standing may propose a motion for expulsion. If the motion is seconded and approved, the vote shall take place at the following monthly meeting. The member facing expulsion must be notified in writing within two (2) business days of the motion's approval and shall have the opportunity to present their case before the vote.
- Section 6 Expelled individuals require a two-thirds vote to be reinstated as a member, and must wait at least one (1) year following expulsion before reapplication. Any member in good standing can initiate a vote of reinstatement at the request of the expelled individual.

ARTICLE III MANAGEMENT

- Section 1 The society shall be managed by a Board, to be elected bi-annually, consisting of:
1. President
 2. Vice-President
 3. Secretary / Treasurer
 4. Two or more directors at large whose positions and duties will be determined by the Board.
- Section 2 All board members must attend a minimum of four (4) meetings annually, one of which must be the annual general meeting. Should they fail to do so, the Chair will automatically put forward a motion for the removal of that member from their office and a vote will be held at the Annual General Meeting for their removal.

ARTICLE IV ELECTION

- Section 1 Election of officers and directors shall be held at every annual meeting.
- Section 2 Should a board member position become vacant before the end of its term, an election shall be called to fill that vacancy for the remainder of said term. This election will take place at the next meeting, provided that it is stated in the notice calling such meeting.
- Section 3 Odd numbered positions will be elected odd years and even numbered positions will be elected even years.

ARTICLE V DUTIES OF THE OFFICERS

- Section 1 **PRESIDENT**
The President shall be an ex officio member of all committees. The President shall be the chief executive officer of the society and shall, when present, preside at all meetings of the Society and of the Board.
- Section 2 **VICE PRESIDENT**
In the absence of the President, the Vice-President shall have the authority to perform the duties of the President.
- Section 3 **SECRETARY / TREASURER**
a) 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. The Secretary shall have charge of the Seal of the society which seal whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of the death or inability of either to act, by the Vice-President. In case of the absence of the Secretary, their duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence of the society and be under the direction of the President and the Board.

- b) The secretary shall also keep a record of all the members of the society and their contact information, send all notices of the various meetings as required, and shall collect and receive the annual dues or assessments levied by the society, such monies to be promptly turned over to the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury branch as hereinafter required.
- c) The Treasurer shall receive all monies paid to the society and shall be responsible for the deposit of the same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. They shall properly account for the funds of the society and keep such books as may be directed. They 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 as hereinafter set forth of the financial position of the society and submit a copy of the same to the Secretary for the records of the Society. The office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officer shall so decide.

Section 4 **DIRECTORS AT LARGE**

Directors at Large shall fulfill duties as assigned by the Board, based on the evolving needs of the Society. Their responsibilities may include assisting with special projects, supporting committees, overseeing specific initiatives, or providing general governance support. The Board shall define and may amend these duties as necessary to align with the Society's objectives.

ARTICLE VI AUDITING

- Section 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 two members of the Society elected for that purpose at the Annual Meeting.
- Section 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.
- Section 3 The fiscal year of the Society in each year shall be January 1.
- Section 4 The books and records of the Society may be inspected by any members of the society at the annual meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same.
- Section 5 Each member of the Board shall at all times have access to such books and records.

ARTICLE VII MEETINGS

- Section 1 The Annual General Meeting shall be held on or before the second Saturday in January, weather permitting. If the meeting has to be moved, it will be held at the next regular meeting in February. During the Annual General Meeting, the Secretary /Treasurer shall

present their reports and elections held for the forthcoming season. They shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled at the next meeting provided that it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office in the Society.

Section 2 Meetings of the Society may be called at any time by the Secretary upon instructions of the President or Board by notice in writing to the last known email address or phone number of the member, delivered a week prior to such meeting. A special meeting shall be called by the President or Secretary upon receipt by them of a petition signed by one-third of the members in good standing setting forth the reasons for calling such meeting, which shall be in writing to the last known email address or phone number of the member, delivered a week prior to such meeting.

Section 3 Quorum - Five members in good standing, including at least one non-board member, shall constitute a quorum at any meeting.

ARTICLE VIII VOTING

Section 1 All active members in good standing shall be eligible to vote at any meeting of the Society.

Section 2 Voting shall be in person and not by proxy.

Section 3 A tied vote shall be decided by the casting vote of the Chair.

ARTICLE IX REMUNERATION

Section 1 No member or officer of the Association shall receive remuneration for their services unless authorized at any meeting and given notice thereafter.

ARTICLE X BORROWING POWERS

Section 1 For the purposes of carrying out its objects the Society may borrow 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.

ARTICLE XI BY-LAWS

Section 1 Amendments of these clauses may be proposed by members at a general meeting. If the amendments are approved by seventy-five(75%) percent of members present, they shall be proposed for ratification at the next annual meeting by special resolution and shall remain in force effective immediately in the interim.

Section 2 The Board may make regulations affecting the day-to-day activities of the Society. Such regulations and any amendments of them shall be approved by a simple majority of the members of the Board. The board shall maintain and make available these regulations to all members.

ARTICLE XII CHAPTERS

Section 1 Branches of this society shall be established upon application to be approved by the Board of Directors.

ARTICLE XIII DISSOLUTION

Section 1 In the event of the liquidation of the Society all assets in hand shall be given to a similar non-profit society. Such society shall be selected by a simple majority of the members present at a meeting called for that purpose.