

**ROTARY CLUB OF GRANDE PRAIRIE  
2019 PROPOSED BYLAWS  
GOVERNANCE COMMITTEE SUBMISSION**

**FINAL**

**October 25, 2019**

## 1.0 Preamble

- 1.1 Name
- The name of the society is ROTARY CLUB OF GRANDE PRAIRIE.
- 1.2 Bylaws
- The following articles set forth the bylaws of ROTARY CLUB OF GRANDE PRAIRIE.
- 1.3 Registered Office
- The Registered Office of the Club is located at  
  
Box 235  
Grande Prairie, AB T8V 3A4
- 1.4 Definitions
- Board: The club's board of directors.
  - Director: A member of the club's board of directors.
  - Bylaws: Rotary International uses the term "bylaws;" for the purposes of our club, all items in the bylaws are addressed by this document or attendant policy documents.
  - Member: A member of the club, other than an honorary member
  - Quorum: The minimum number of participants who must be present when a vote is taken: one-third of the club's members for club decisions and a majority of the directors for club board decisions
  - RI: Rotary International
  - Year: The 12-month period that begins on 1 July
  - Special resolution means:
    - (i) a resolution passed
      - (A) at a general meeting or special meeting of which not less than 21 days' notice specifying the intention to propose the resolution has been duly given, and
      - (B) by the vote of not less than 75% of those members in attendance who, if entitled to do so, vote in person or by proxy,
    - (ii) a resolution proposed and passed as a special resolution at a general meeting or special meeting of which less than 21 days' notice has been given, if all the members entitled to attend and vote at the general meeting or special meeting so agree, or
    - (iii) a resolution consented to in writing by all the members who would have been entitled at a general meeting or special meeting to vote on the resolution in person or, where proxies are permitted, by proxy.

## 2.0 Membership

- 2.1 Terms
- Membership in the organization will be open to anyone over the age of 18 that can uphold and promote the vision and objects of the Society, upon payment of required fees and dues, and in accordance with Rotary membership requirements as outlined in these bylaws.

## 2.2 Membership Categories

- The membership year shall be the same as the fiscal year, July 1 to June 30.
- There shall be three categories of membership:

1. Voting Members
2. Honorary Members
3. Corporate Members

### 2.2.1 Membership Categories – Voting Members

- The name of a prospective member, proposed by an active member of the club, shall be submitted to the board in writing with completed proposed member form. A transferring or former member of another club may be proposed to active membership by the former club. Proposed new members should attend no less than 2 meetings before their name is submitted to the board. The proposal shall be kept confidential except as otherwise provided in this procedure.
- The board shall ensure that the proposal meets all the membership requirements of the Rotary Club.
- If no written objection to the proposal, stating reasons, is received to the president from any member (other than honorary) of the club within seven (7) days following announcement of information about the prospective member at regular meeting, that person, upon payment of the admission fee (if not honorary membership), as prescribed in these bylaws, shall be considered to be accepted to membership at the next immediate regular weekly meeting. If any such objection has been filed with the Board, it shall vote on this matter at its next meeting. If approved despite the objection, the proposed member upon payment of the admission fee (if not honorary membership), shall be considered a member.
- Following acceptance to membership, the president shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the President or Secretary will report the new member information to RI and the President will assign a member to assist with the new member's assimilation to the club as well as assign the new member to a club project or function.
- A member may be an employee or a contractor of the Club at the board's discretion.

### 2.2.2 Membership Categories – Honorary Members

- The club may elect honorary members, proposed and accepted by the board.
- Honorary Membership in the club shall be conferred on individuals who have distinguished themselves by meritorious service in furtherance of the ideals of Rotary, at the discretion of the board.
- Honorary membership shall be conferred by a vote of the board, and the status of all Honorary members shall be reviewed by the board annually.
- Individuals need not be Rotarians to be eligible for this distinction. Honorary Members are entitled to attend and participate in all club meetings and serve on club committees; however, Honorary members are exempt from payment of club fees and dues, and are not eligible to vote or stand for election as a director or officer of the club.

### 2.2.3 Membership Categories – Corporate Members

- A corporate entity or organization may enjoy membership in the Rotary Club of Grande Prairie subject to meeting the current requirements for individual active membership. Corporate Membership consists of at least one management individual and up to three employees within the same organization. A Senior Officer (the Chairman, CEO, President, COO or General Manager)

becomes an Executive Member; attending as their schedule permits and pays dues / meal charges with regular participation in the Club's business and activities.

- Understanding the demands on corporate executive schedules impacting their ability to meet attendance requirements the corporate executive member may select up to three alternates, one of whom would attend in the absence of the corporate executive member. These alternates will be called Designees.
- Approval - A corporate entity or organization can become an eligible corporate member of the Rotary club through the approval process outlined in this Article.
- Designees - Once an entity becomes an eligible corporate member through the established approval process, it may appoint up to three persons to be its designees, employed full time by the eligible corporation. Each designee must meet the criteria for active membership and must complete the approval process.
- Changing Designees. - The club will allow the eligible corporation to change any of its designees so long as at all times they are employed by the eligible corporation. Each new designee must meet the criteria for active membership and must complete the approval process.
- Inductions. - Corporate member designees will be formally inducted into the club as established in this Article.
- Membership Fees – Policies will determine fees of a corporate membership.
- RI Registration - Only the executive member will be reported to Rotary International as an official member of the Rotary club and will be noted in the club roster as the executive designee.
- Votes and quorum - For the purpose of general meetings and club matters, the corporate member as an entity shall have one vote, which may be cast by any one of the designees.
- Holding office. - Each designee, as an individual, may hold any office in the club to which the designee is elected in the normal way, except that no more than one (1) designee from any corporate member may hold an office at any one time. A corporate designee so elected may not rely on the other corporate designees to fulfill the roles of the office to which they are elected and must be generally available for meetings and attendance requirements of the office.
- Conversion - A designee of the eligible corporation, while still an employee of the eligible corporation, may convert to an individual membership of the club at any time. A designee who has been a member, upon leaving the employ of the corporation, may convert his/her membership to an individual membership.
- Bulletin and Communication - Each designee will receive the club's weekly bulletin/newsletter and regular club communications.
- Public Liability Cover - The corporate member designees will be included under the respective club liability insurance while participating in any approved club activities or projects, if applicable.
- Participation in Youth Activities - The corporate member designees are expected to abide by all restrictions, policies, and procedures with respect to club activities involving youth.
- Termination - The process for terminating the membership of a designee or the eligible corporation will be the same as for active members, as outlined in these articles.
- Financial Obligations - The financial obligations of an eligible corporation will be reviewed from time to time and approved by the Rotary Club of Grande Prairie Executive.
- Club fees and dues shall be reviewed and set by the Board.

### 2.3 Membership Fees and Dues / Obligations

- Annual club dues include RI per capita dues, a subscription to The Rotarian or a Rotary regional magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment.
- Membership dues, per annum, are payable quarterly and due on the first day of the quarter.
- Members must abide by the bylaws and policies of the Society.
- Members must be in good standing.
- Club members must be in good standing and have the obligation to pay such fees and dues as are determined by the Board.

#### 2.4 Rights and Privileges

- Notwithstanding any exceptions listed above, any member in good standing is entitled to:
  - Receive notice of the meetings of the club;
  - Attend any meeting of the club;
  - Speak at any meeting of the club; and
  - Exercise any of the rights granted to members in these bylaws.
  - Stand for election as a director or officer of the club
  - Receive a copy of the Rotarian Magazine.
- Members in good standing are entitled to one vote at Annual and Special General Meetings.

#### 2.5 Suspension/ Termination of Membership - Decision to Suspend/Terminate

- The Board, at any meeting called for that purpose, may suspend/terminate a member's membership for one or more of the following reasons:
  - If the member has failed to abide by the bylaws;
  - If the member has been disruptive to the meetings or functions of the Club;
  - Being in default with respect to the membership obligations; or
  - Member behavior and actions have been detrimental to the image or reputation of the club.

#### 2.6 Suspension /Termination Process

- The Board may suspend/terminate membership at any Club meeting called for that purpose.
- The affected member will receive written notice of the Board's intention to deal with the proposed suspension/termination, stating the reasons for the proposed suspension/termination. The member will receive at least 10 days notice prior to the meeting, by mail or email, to the last known address shown in the records of the club. The notice may also be delivered by an Officer of the Board.
- The Member will have an opportunity to appear before the Board to address the matter. The Board may allow another person to accompany the Member upon notification.

- The Board will determine how the matter will be dealt with and may limit the amount of time given the Member to address the Board.
- The Board may exclude the Member from its discussion on the matter, including the deciding vote.
- The decision of the Board is final.

#### 2.7 Resignation

- Any Member may resign from the Club by sending or delivering a written or electronic notice to the President of the club.
- Once the notice is received, the Member's name is removed from the Register of Members. The Member is considered to have ceased being a member on the date that their resignation was sent.

#### 2.8 Death/Dissolution of Corporate Member

- The membership of a Member is ended upon their death or dissolution of corporate member.

#### 2.9 Transmission of Membership

- No rights or privileges of any individual member are transferable to another person. All rights and privileges cease when the member resigns, dies, or is suspended from the Club.
- Although a member ceases to be a Member by resignation or otherwise, they are liable for any debts owing to the Club at the date of ceasing to be a Member.

### 3.0 Liability

#### 3.1 Limitation on Liability of Members

- No member is, in their individual capacity, liable for any debt or liability of the Club.

#### 3.2 Protection and Indemnity of Officers and Directors

- Each Director or Officer holds office with protection from the Club. The Club indemnifies each Director or Officer against all costs or charges that result from any act done in his / her role for the Club. The Club does not protect any Director or Officer for acts of fraud, dishonesty, or bad faith.
- No Director or Officer is liable for the acts of any other Director, Officer or employee. No Director or Officer is responsible for any loss or damage due to the bankruptcy, insolvency, or wrongful act of any person, firm or corporation dealing with the Club. No Director or Officer is liable for any loss due to an oversight or error in judgment, or by an act in his / her role for the Club, unless the act is fraud, dishonesty or bad faith.
- Directors or Officers can rely on the accuracy of any statement or report prepared by the Club's auditor. Directors or Officers are not held liable for any loss or damage as a result of acting on that statement or report.

#### 3.3 Insurance

- Board Member Liability Insurance is provided by THE CANADIAN INSURANCE PROGRAM FOR ROTARY INTERNATIONAL DISTRICT 5370.
- Comprehensive General Liability Insurance is provided by THE CANADIAN INSURANCE PROGRAM FOR ROTARY INTERNATIONAL DISTRICT 5370.
- The Club and its members will follow all policies and procedures in compliance with THE CANADIAN INSURANCE PROGRAM FOR ROTARY INTERNATIONAL DISTRICT 5370.

### 4.0 Meetings

- 4.1.1 Annual General Meeting
- The club holds its Annual General Meeting no later than December 31<sup>st</sup>. The Board sets the date, place and time of the meeting.
  - The Board shall, at the Annual General Meeting, present the financial statements setting out its income, disbursements, assets and liabilities in accordance with legislation for approval.
  - The Club shall also hold the election of their officers and directors to serve for the ensuing year.
- 4.1.2 Procedures for Calling / Notification / Timeframe
- Notice of the Annual General meeting shall be provided at least twenty-one (21) days before the Annual General Meeting. The notice shall state the date, place and time of the Annual General Meeting, and any business requiring a Special Resolution.
  - Notice of an Annual General Meeting shall be given as follows:
    - A. By an announcement at a regular meeting of the Club.
    - B. By a notice delivered to each member by mail or email to the last address as recorded in the membership directory.
    - C. By posting a notice on the Club's website.
- 4.1.3 Failure to Reach Quorum
- The President will cancel the General Meeting if a quorum is not present within one-half (1/2) hour after the set time.
  - If cancelled, the AGM meeting is rescheduled for one (1) week later at the same time and place. If a quorum is not present within one-half (1/2) hour after the set time of the second AGM meeting, the AGM meeting will proceed with the Members in attendance.
- 4.1.4 Voting
- Each Voting Member in good standing has one (1) vote.
  - Voting will be in person by voice, show of hands or ballot or any electronic means. At least three people must make a request for a ballot to be held.
  - A majority of the votes of the Voting Members decides each issue and resolution, unless the issue needs to be decided by Special Resolution. If there is a tie vote, the motion is defeated.
  - A Voting member may not vote by proxy.
  - The President declares the resolution carried or defeated. This statement is final and does not have to include the number of votes for or against the resolution. A Voting Member may request to have their vote recorded.
- 4.1.5 Presiding Officer
- The President chairs every Annual General Meeting of the Club. The President-Elect or Past President chairs in the absence of the President.
  - If neither the President, nor the President-Elect are present within one-half (1/2) hour after the set time for the Annual General Meeting, the members present choose one (1) of the members to chair.
- 4.2.1 Special General Meeting
- A Special General Meeting may be called at any time:
    - (a) By a resolution of the Board of Directors to that effect; or
    - (b) On the written request of at least 50% Directors. The request must state the reason for the Special General Meeting and the motion(s) intended to be submitted at this Special General Meeting; or
    - (c) On the written request of at least 50% of the Voting Members. The request must state the reason for the Special General Meeting.

#### 4.2.2 Procedures for Calling / Notification / Timeframe

- Notice about the Special General meeting will be provided at least twenty-one (21) days before the Special General Meeting. The notice states the date, place and time of the Special General Meeting, and any business requiring a Special Resolution.
- The following are ways in which the notice will be given:
  - o An announcement of the Special General Meeting shall be made at a regular meeting of the club.
  - o A notice shall be given to each member by mail, email, or delivery to the last email or mail address as recorded in the membership directory.
  - o The Secretary will post notice on the organization's website and / or on social media.

#### 4.2.3. Quorum for Attendance

- Attendance by 50% of the Members is a quorum.

#### 4.2.4 Failure to Reach Quorum at Special General Meeting

- The President will cancel the Special General Meeting if a quorum is not present within one-half (1/2) hour after the set time.
- If cancelled, the meeting is rescheduled for one (1) week later at the same time and place. If a quorum is not present within one-half (1/2) hour after the set time of the second meeting, the meeting will proceed with the Members in attendance.

#### 4.2.5 Special General Meeting Voting

- Each Voting Member in good standing has one (1) vote.
- Voting will be in person by voice, show of hands or ballot. At least three people must make a request for a ballot to be held.
- A majority of the votes of the Voting Members decides each issue and resolution, unless the issue needs to be decided by Special Resolution. If there is a tie vote, the motion is defeated.
- A Voting member may not vote by proxy.
- The President declares the resolution carried or defeated. This statement is final and does not have to include the number of votes for or against the resolution. A Voting Member may request to have their vote recorded.

#### 4.2.6 Special Resolutions

- Special Resolution means:
  - (a) A resolution passed at a Special General Meeting of the membership of this Association. There must be twenty-one (21) days' notice for this meeting. The notice must state the proposed resolution. There must be approval by a vote of 75% of the voting Members who are in attendance;
  - (b) A resolution proposed and passed as a Special Resolution at a Special General Meeting with less than twenty-one (21) days' notice. All the Voting Members eligible to attend and vote at the Special General Meeting must agree.

#### 4.2.7 Presiding Officer

- The President chairs every Special General Meeting of the Club. The President Elect or Past President chairs in the absence of the President.
- If neither the President nor the President Elect is present within one-half (1/2) hour after the set time for the Special General Meeting, the Members present choose one (1) of the Members to chair.



## 5.0 Governance

- 5.1 Governance
  - The Board governs and manages the affairs of the Club.
- 5.2 Administration
  - The Board may hire a paid administrator to carry out management functions under the direction and supervision of the Board.
- 5.3 Committees
  - The Board may appoint committees to advise or carry out the work of the club.
- 5.4 Payment
  - No Member, Director or Officer of the club receives any payment for his / her services as a Member, Director or Officer.
  - Reasonable expenses incurred while carrying out duties of the club may be reimbursed upon Board approval.

## 6.0 Board of Directors

- 6.1 Composition of the Board
  - The Board shall be comprised of the following members:
    - President
    - President-Elect
    - Secretary
    - Treasurer
    - Past-President
    - Up to 5 Directors
- 6.2 Eligibility for Office
  - Members in good standing whose dues are fully paid are eligible for election to the board of directors
- 6.3 Term of Office
  - The term of office for each role is for one year.
- 6.4 Vacancies / Interim Appointments
  - If any officer or board member vacates his or her position, the remaining members of the board may appoint a replacement at a properly called board meeting.
- 6.5 Removal: Suspension of Board Membership - Decision to Suspend
  - The Board, at any meeting called for that purpose, may suspend a Director's membership for one or more of the following reasons:
    - If the member has failed to abide by the bylaws;
    - If the member has been disruptive to the meetings or functions of the Club.
    - If the member has taken up a regular or term employment with the Club.
    - Upon absence without cause for three consecutive Board meetings.
    - Failing the Four Way Test
- 6.6 Board Membership Suspension Process
  - The Board may suspend membership on the Board at any Club meeting called for that purpose.
  - The affected member will receive written notice of the Board's intention to deal with the proposed suspension, stating the reasons for the proposed suspension. The member will receive at least

10 days notice prior to the meeting, by mail or email, to the last known address shown in the records of the Club. The notice may also be delivered by an Officer of the Board.

- The Member will have an opportunity to appear before the Board to address the matter. The Board may allow another person to accompany the Member upon notification.
- The Board will determine how the matter will be dealt with and may limit the amount of time given the Member to address the Board.
- The Board may exclude the Member from its discussion on the matter, including the deciding vote.
- The decision of the Board is final.

#### 6.7 Resignation from Board

- Any Director may resign from the Board by sending or delivering a written or electronic notice to any Board member.
- Once the notice is received, the Director is removed from office. The Director is considered to have ceased being a Director on the date the notice is sent.

#### 6.8 Death

- The board membership of a Director is ended upon their death.

### 7.0 Duties of Officers of the Board

#### 7.1 President

The President:

- Supervises the affairs of the Board,
- When present, chairs all meetings of the Club and the Board;
- Is an ex officio member of all Committees, except the Nominating Committee;
- Acts as the spokesperson for the Club;
- Carries out other duties as ordinarily pertains to the office of President or as assigned by the Board.

#### 7.2 President-Elect

The President-Elect:

- Serves as a Director on the Board.
- Presides at meetings in the President's absence. If both the President and President-Elect is absent, the Directors appoint a Chairperson for the meeting.
- Replaces the President at various functions when asked to do so by the President or the Board;
- Carries out other duties assigned by the Board.

#### 7.3 Secretary

The Secretary:

- Attends all meetings of the club and the Board;
- Keeps accurate minutes of these meetings;
- Has charge of the Board's correspondence;
- Makes sure a record of names and contact information of all Members of the club is kept;
- Makes sure all notices of various meetings are sent;
- Keeps the Seal of the club;
- Files the annual return, changes in the directors of the club, amendments in the bylaws and other incorporating documents with the Corporate Registry;
- Submits reports as required to Rotary International; and

- Carries out other duties assigned by the Board.

#### 7.4 Treasurer

The Treasurer:

- Makes sure all monies paid to the club are deposited in a chartered bank, treasury branch or trust company chosen by the Board;
- Makes sure a detailed account of revenues and expenditures is presented to the Board as requested;
- Ensures a compilation engagement statement of the financial position of the club is prepared and presented to the Annual General Meeting;
- Carries out other duties assigned by the Board.

#### 7.5 Past President

The Past-President:

- Shall support the President and Board;
- Chairs the Nominating Committee;
- Conducts the election of officers and directors at the Annual General Meeting.
- Carries out other duties as assigned by the Board including a by election or special general meeting.

#### 7.6 Powers and Duties

The Board has the powers of the club, except as stated in the Societies Act. The powers and duties of the Board include:

- Promoting the objects of the club;
- Promoting membership in the club;
- Hiring employees to operate the club;
- Regulating employees' duties and setting their salaries;
- Maintaining and protecting the club's assets and property;
- Approving an annual budget for the club;
- Paying all expenses for operating and managing the club;
- Paying persons for services and protecting persons from debts of the club;
- Investing any extra monies;
- Financing the operations of the club, and borrowing or raising monies;
- Making policies for managing and operating the club;
- Approving all contracts for the club;
- Maintaining all accounts and financial records of the club;
- Appointing legal counsel as necessary;
- Making policies, rules and regulations for operating the club and using its facilities and assets;
- Selling, disposing of, or mortgaging any or all of the property of the club; and
- Without limiting the general responsibility of the Board, delegating its powers and duties to employees of the club.

#### 7.7 Meetings of the Board

- The Board holds at least five (5) meetings each year.
- The President calls the meetings. The President also calls a meeting if any two (2) Directors make a submission to the board in writing and state the business for the meeting.

- A minimum of ten (10) days' notice for Board meetings by mail, email, telephone, fax or delivery is required.
- If all board members are present or waive notice of the meeting, a meeting of the board may be held with less than ten (10) days notice.
- A majority of the Directors shall constitute a quorum of the board.
- A majority of the votes of the Officers and Directors present decides each issue and motion, unless the issue needs to be decided by Special Resolution. If there is a tie vote, the motion is defeated.

## 8.0 Finance and Other Management Matters

### 8.1 Fiscal Year

- The fiscal year of the club is from July 1 to June 30th.

### 8.2 Borrowing Powers

- The club may borrow or raise funds to meet its objects and operations. The Board decides the amounts and ways to raise money, including giving or granting security.
- The Club may issue debentures to borrow only by resolution of the Board confirmed by a Special Resolution of the Club, at a Special General Meeting called for that purpose.

### 8.3 Audit/Review of Accounts

- There must be an audit/review of the books, accounts and records of the club at least once each year.
- A certified accountant (CA, CMA, CGA designation or equivalent) appointed at each Annual General Meeting, or two members of the Club appointed by the Board shall carry out this audit or review. Auditors or Reviewers may not be those who have signing authority for the Club.
- For each Annual General Meeting of the Club, the auditor / reviewer(s) shall submit a complete statement of the books for the previous year for approval by membership.
- A complete and proper Financial Statement of the Club's activities shall include a Statement of Revenue and Expenditures of the Club's activities, and shall also include a separate statement outlining gaming activities governed by Alberta Gaming Liquor and Cannabis (AGLC).

### 8.4 Signing Authority

- The treasurer shall oversee all club funds in a bank, named by the board. The club funds shall be managed to ensure that club operational expenses are fully financed by the members such that funds for service or charitable work will not be spent on club operations.
- All bills shall be paid by the treasurer or other authorized officer only when approved by two club officers or directors with signing authority.
- The signing authority for the club shall consist of any two of the following officers:

President

President-Elect

Treasurer

Secretary

Past President

8.5 Budget	<ul style="list-style-type: none"> <li>● Employees may not sign their own paycheque or expense cheques.</li> <li>● Prior to the beginning of each fiscal year, the board shall prepare a budget of estimated income and expenditures for the year, which shall guide the expenditures of the club unless otherwise revised by the Board.</li> <li>● The budget shall be broken in two separate parts: one in respect of club operations and one in respect of charitable / service operations.</li> </ul>
9.0 Books and Records	
9.1 Custody and Inspection of Books and Records by Members	<ul style="list-style-type: none"> <li>● The Secretary shall record minutes of all meetings of the Members and of the Board, and shall retain the original Minute Book at the Registered Office of the Club.</li> <li>● This record contains minutes from all meetings of the Club and the Board.</li> <li>● The Board keeps and files all necessary books and records of the Club as required by the Bylaws, the Societies Act, or any other statute or laws.</li> <li>● A Member wishing to inspect the books or records of the Club must give reasonable notice to the President or the Secretary of the Club of his / her intention to do so.</li> <li>● Unless otherwise permitted by the Board, such inspection will take place only at the Registered Office, or other regular business premises operated by the Club, during normal business hours.</li> <li>● All financial records of the Club are open for such inspection by the Members.</li> <li>● Other records of the Club are also open for inspection, except for records that the Board designates as confidential.</li> </ul>
10.0 The Seal of the Association	
10.1 Custody and Use of the Seal	<ul style="list-style-type: none"> <li>● The board may adopt a seal as the Seal of the Club.</li> <li>● The Secretary has control and custody of the seal unless the board decides otherwise.</li> <li>● The Seal of the Club can only be used by Officers authorized by the Board. The Board must pass a motion to name the authorized Officers.</li> </ul>
11.0 Amending Bylaws	
11.1 Amending Bylaws	<ul style="list-style-type: none"> <li>● The bylaws of a society shall not be rescinded, altered or added to except by special resolution of the society.</li> <li>● No rescission or alteration of or addition to a bylaw has effect until it has been registered by the Registrar.</li> <li>● Notice of the meeting must include details of the proposed resolution to amend or rescind the Bylaws.</li> </ul>
12.0 Distributing Assets and Dissolving the Association	
12.1 Distributing Assets and Dissolving the Association	<ul style="list-style-type: none"> <li>● The Club does not pay any dividends or distribute its property among its Members.</li> <li>● If the Club is dissolved, any funds or assets remaining after paying all debts, shall be paid to another Rotary club (or Clubs) in the Grande Prairie area; except for any remaining grants which shall be returned to their funder. Members shall select the recipient(s) (and / or allocation of assets) by Special Resolution. In no event shall any Members receive any assets of the club.</li> </ul>
13.0 Club Bylaws	
13.1 Club Bylaws	<ul style="list-style-type: none"> <li>● The club upholds and supports the Rotary Club Bylaws.</li> </ul>

The club follows Rotary International policies and procedures.