

BYLAWS
~~ANPH ASSOCIATION~~

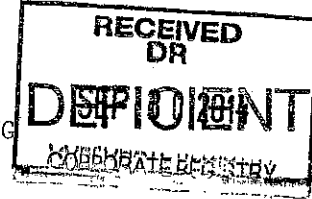
~~ALBERTA NETWORK OF PUBLIC HOUSING AGENCIES~~

1. NAME

The name of this Society is ~~'ANPH Association' (ANPHA)~~.

2. DEFINITIONS

~~ALBERTA NETWORK OF PUBLIC HOUSING AGENCIES~~



In these by-laws, unless the context otherwise requires:

'Agency' means a management body or non-profit housing organization in Alberta.

'Agency Representative' means the individual appointed by the Member Agency to represent the Agency at the Association and vote on behalf of the Agency.

'Association' means the society called ~~ANPH Association~~, Alberta Network of Public Housing Agencies

'Director' means a member of the Board of Directors.

3. MEMBERSHIP

3.1 There shall be two classes of membership – voting and non-voting, whose rights and privileges shall be as described in these by-laws.

3.1.1 A Voting Member of the Association shall be an Agency that meets the following criteria:

3.1.1.1 the majority of the Agency's units house low to moderate income Albertans;

3.1.1.2 the Agency is fully compliant with required legislation; and

3.1.1.3 the Agency is committed to advance the objects of the Association.

3.1.2 Non-voting membership shall consist of:

3.1.2.1 Honourary Members – the Board of Directors may from time to time confer Honourary Membership upon persons whom they deem to be deserving thereof;

3.1.2.2 Associate Members – those individuals or organizations that support the objects of this Association and do not meet the criteria to be a voting member; and

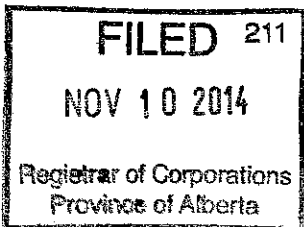
3.1.2.3 Government Members – local, provincial, or federal Government organizations.

3.2 The membership year shall be the same as the fiscal year of the Association.

3.3 New Members must apply for membership using the forms provided by the Association. Upon approval of the membership application the applicable membership fee must be submitted. Continued membership will be subject to submission of proof of legislative compliance and payment of annual membership fees. A New Member is a Member who has not been a Member in the preceding 12 consecutive months.

3.4 Membership fees shall be set for the membership year at the preceding Annual General Meeting and shall be payable not later than the last day of January for that membership year. Any Member in arrears as of February 1st shall cease to be a Member in good standing and shall lose all rights and privileges until the annual and late fees are paid.

3.5 Membership fees must be paid in full as required under 3.4 above for a Member to exercise any membership rights or receive any membership privileges.



BYLAWS
~~ANPH ASSOCIATION~~
ALBERTA NETWORK OF PUBLIC HOUSING AGENCIES

- 3.6 All Members in good standing are:
- (a) entitled to receive information and services provided by the Association;
 - (b) eligible to attend the Annual General Meeting, general and any special meetings called by the Association;
 - (c) recognized to speak at the Annual General Meeting and other Business meetings of the Association.
- 3.7 Voting Members, by their Agency Representative, shall be entitled to hold a position on the Board of Directors subject to the provisions of the by-laws.
- 3.8 All Voting Members shall be entitled to one vote at meetings of the Association.
- 3.9 All Members must abide by the Association's Code of Ethics.
- 3.10 The Membership Selection Committee of the Association shall review the application of any Agency to become or remain a Member of the Association. Membership decisions may be appealed to the Board of Directors within thirty days of receiving the written decision. If unresolved at the Board level, the matter may be put to a vote of the Membership at the next Annual General Meeting or special meeting following receipt of the written decision of the Board. The decision by vote of the Membership shall be final.
- 3.11 Members may resign by written notice to the Secretary-Treasurer of the Association.
- 3.12 Members may be expelled from the Association for violation of the Code of Ethics. All charges will be forwarded in writing to the Board of Directors and copied to the Member 30 days prior to the Board Meeting. The Board of Directors will meet, determine, and act on expulsions. The Member will have the opportunity to attend and speak at this meeting. The Board will provide the Member their decision in writing within 30 days. The Member may appeal the decision to the Board in writing within 30 days of receipt of the Board's decision. The matter will be put to a vote of the Membership at the next Annual General Meeting or special meeting following receipt of the written appeal. The decision by vote of the Membership shall be final.

4. BOARD OF DIRECTORS

- 4.1 The Board of Directors shall be comprised of a minimum of five (5) Voting Members and a maximum of thirteen (13) Voting Members to include the immediate Past Chair.
- 4.2 The Board of Directors will include the specified number of representatives from five (5) designated regions: North (2 representatives), Capital (3 representatives), Central (2 representatives), Calgary (3 representatives) and South (2 representatives).
- 4.3 If there are insufficient nominees in any of the five (5) designated regions, then after the regional representatives have been declared elected, those remaining nominees, regardless of region, with the highest votes will be declared elected as the representative in the position for that region. If only one person nominated is qualified to be a director representing any of the five (5) designated regions, then that person shall be declared elected a director by acclamation and the number of directors to be elected and the number of directors to be voted upon shall be reduced by a like number. In order to fulfill the requirements of regional representation as set out, a candidate receiving fewer votes who fills the regional criteria may be declared elected, such that nominees receiving fewer votes may be elected over nominees receiving more votes.
- 4.4 Except for those first directors elected for a one year term, the term of each board member shall be two (2) years.

✓
BYLAWS
~~**ANPH ASSOCIATION**~~
ALBERTA NETWORK OF PUBLIC HOUSING AGENCIES

- 4.5 Except for the initial Board and the directors elected after the one (1) year term directors, Voting Members must have held membership in the Association for a minimum of two (2) consecutive years prior to being eligible to be elected to the Board of Directors.
- 4.6 The terms of the initial members of the Board, if a maximum number of directors, shall be staggered with seven (7) directors having two (2) year terms and six (6) having one (1) year terms. If the initial Board is comprised of less than the maximum amount, then half the board (or half plus one, in the event of an odd number of board members) shall have two (2) year terms and the remainder of the board shall have one (1) year terms.
- 4.7 At each Annual General Meeting, a call to the floor shall be made to the membership for names of Voting Members who wish to stand for one of the positions of Director.
- 4.8 The officers of the Association shall be Chair, Vice-Chair, Immediate Past Chair, Secretary and Treasurer. The positions of Secretary and Treasurer may be combined as one position.
- 4.9 Following the election of board members, the board shall elect from amongst themselves the officers of Chair, Vice-Chair, Secretary and Treasurer. The term of office for officers shall be one (1) year term.
- 4.10 The Chair, Vice-Chair, Secretary and Treasurer may be elected to the same office for no more than four (4) consecutive terms. The maximum length of service on the Board shall not exceed eight (8) consecutive years, not including any length of service as Immediate Past-Chair.
- 4.11 The position of Immediate Past Chair shall be appointed upon the end of the final term of office of the Chair and the position of Immediate Past Chair shall end upon the further end of the final term of office for the subsequent Chair.
- 4.12 If the Chair's office becomes vacant, the Vice-Chair shall immediately assume the Chair's office for the remainder of the term.
- 4.13 Any vacancy on the Board of Directors other than that of the Chair shall be filled by appointment made by the Board until the next Annual General Meeting.
- 4.14 Any director or officer, upon a majority vote of all Voting Members in good standing, may be removed from office for any cause which the society may deem reasonable.
- 4.15 A person appointed or elected to a Board position 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 a Director before the appointment or election, or within ten days after the appointment or election.
- 4.16 The Board of Directors shall, subject to the by-laws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Association. No Officer or Director shall receive any remuneration for his/her services.
- 4.17 The Chair shall:
- 4.17.1 Preside at all meetings of the Board and of the Association; and
 - 4.17.2 Fulfill any other duty assigned by the Board of Directors.

BYLAWS
~~**ANPH ASSOCIATION**~~
ALBERTA NETWORK OF PUBLIC HOUSING AGENCIES

4.18 The Vice-Chair shall:

- 4.18.1 Attend all meetings of the Board and of the Association;
- 4.18.2 Assume the duties of Chair in the Chair's absence; and
- 4.18.3 Fulfill any other duty assigned by the Board of Directors.

4.19 The Secretary, Treasurer or Secretary-Treasurer shall:

- 4.19.1 Attend all meetings of the Board and the Association and keep accurate minutes of the same;
- 4.19.2 Ensure that a record of all Association Membership including contact information is kept, and notice of meetings is provided as required;
- 4.19.3 Ensure that all records of the Association are kept safe and secure;
- 4.19.4 Have charge of all correspondence of the Association;
- 4.19.5 Have charge of the Seal of the society which whenever used shall be authenticated by the signature of the Secretary and the Chair, or, in the case of the death or inability of either to act, by the Vice Chair;
- 4.19.6 Ensure all monies paid to the Association are deposited in the financial institution the Board of Directors may order;
- 4.19.7 Ensure that the funds of the Association are properly accounted for and such books are kept as directed. A full detailed account of receipts and disbursements shall be presented to the Board of Directors whenever requested. A statement duly audited of the financial position of the Association shall be prepared and submitted to the Annual General Meeting and once approved, a copy filed in the financial records of the Association, and as required through legislation; and
- 4.19.8 Fulfill any other duty assigned by the Board of Directors.

4.20 The Immediate Past Chair shall:

- 4.20.1 Attend all meetings of the Board and of the Association;
- 4.20.2 Secure voting Members willing to stand for each position open on the Board;
- 4.20.3 Assist with the orientation of newly elected Officers; and
- 4.20.4 Fulfill any other duty assigned by the Board of Directors.

4.21 The Directors shall:

- 4.21.1 Attend all meetings of the Board and of the Association; and
- 4.21.2 Fulfill any other duty assigned by the Board of Directors.

5. MEETINGS

- 5.1 The Association shall hold an Annual General Meeting on or before June 30th in each year. At least 30 days' notice shall be given to all Members.

BYLAWS
ANPH ASSOCIATION
ALBERTA NETWORK OF PUBLIC HOUSING AGENCIES

- 5.2 General meetings of the Association may be called at any time by the Secretary-Treasurer upon the instructions of the Chair or Board of Directors by notice delivered at least 14 days prior to the date of such meeting. The Association may hold general meetings in addition to the Annual General Meeting each year.
- 5.3 Special meetings may be called by the Board of Directors or upon a written request signed by at least 25% of the Members. At least two weeks' notice must be given to all Members.
- 5.4 Notice of Annual General, general, or special meetings shall be in writing, by mail or by email, to all Members at their last known address, delivered at least 14 days prior to the meeting.
- 5.5 The quorum for any meeting shall be 20% of the voting Members in good standing.
- 5.6 Meetings of the Board of Directors shall be held as often as may be required, but at least twice annually, and shall be called by the Chair. A special board meeting may be called on the instructions of any two Directors provided they request the Chair in writing to call such meeting, and state the business to be brought before the meeting. Board Meetings shall be called by seven (7) days' notice in writing by mail or electronic transmittal to each Director or by three (3) days' notice by fax, electronic transmittal, or telephone. A majority of Directors present or attending via teleconference shall constitute a quorum, and Board meetings shall be held without notice if a quorum of the Board is present or attending via teleconference, provided however, that any business transactions at such meeting shall be ratified at the next regularly called Board meeting; otherwise they shall be null and void. The Board may invite others to attend and participate in any Board meeting as deemed necessary.

6. COMMITTEES

- 6.1 The Standing Committee of the Association shall consist of at least three (3) Members chosen by the Committee Chair. Standing Committees of the Association shall be:

Membership Selection Committee:	Chair to be an Officer of the Board of Directors, upon appointment of the Board of Directors
---------------------------------	--

- 6.2 The Board of Directors may appoint special or ad hoc committees as may be deemed necessary or advisable and shall prescribe the duties and specify the limits of such committees.
- 6.3 The Board of Directors shall appoint a Director to be the Committee Chair of all special or ad hoc committees. All other members of the committee shall be chosen by the Committee Chair and approved by the Board.
- 6.4 The Committee Chairs of the Association shall report to the Board of Directors on a regular basis and to the Membership at general and Annual General Meetings.

7. VOTING

- 7.1 Voting Members in good standing shall have the right to vote at Annual General, general or special meetings of the Association. Each Voting Member shall have one vote. Motions shall be passed by the majority vote of those Voting Members duly notified, entitled to vote, and present by a show of hands, assent or dissent; by electronic voting; or by telephone vote, yay or nay.

Notwithstanding Clause 4.3, unless a request for a ballot vote is presented by a Voting Member, voting shall be by a show of hands, assent or dissent; by electronic voting; or by telephone vote, yay or nay.

- 7.2 Only Officers may vote at Board meetings. All votes shall be by a show of hands, assent or dissent; or by telephone conference, yay or nay.

BYLAWS
~~— ANPH ASSOCIATION —~~
 ALBERTA NETWORK OF PUBLIC HOUSING AGENCIES

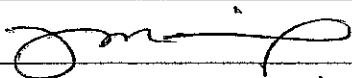
8. FINANCE

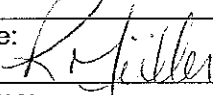
- 8.1 The fiscal year of the Association shall be from the 1st of January to the 31st of December each calendar year.
- 8.2 A proposed budget shall be presented from the Board of Directors for approval at the Annual General Meeting.
- 8.3 All funds of the Association shall be placed in the name of the Association in a bank or other financial institution approved by the Board of Directors. Signing authority shall be any two of the Chair, Vice-Chair, Secretary/Treasurer, and up to two (2) Directors appointed by the Board. The signature of two (2) Directors shall be required on all cheques or other funds withdrawal instruments.
- 8.4 Unless authorized at any meeting and after notice for same shall have been given, no Member of the Association shall receive any remuneration for services to the Association. The Board of Directors shall have the authority to pay any Association Board member for travel and other expenses incurred on Association business.
- 8.5 The Board of Directors shall appoint, on an annual basis, a qualified person, or two Members who are not Directors of the Board, to audit the financial records for the preceding fiscal year. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor(s) at the Annual General Meeting of the Association.
- 8.6 Any Member shall be entitled to examine the books and records of the Association during normal business hours, providing written notice is given to the Secretary-Treasurer 48 hours in advance of their intent. Each Officer shall at all times have access to such books and records.
- 8.7 The Association shall not have the power to borrow money for any purpose.

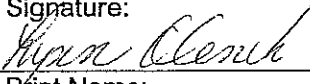
9. BY-LAW CHANGE

Notice of proposed changes to the by-laws must be presented to the Membership at least 60 days prior to the Annual General Meeting. By-law changes must be by "Special Resolution" approved by 75% of those duly notified, entitled to vote and present at the Annual General Meeting and will become effective at the conclusion of the Annual General Meeting.

Dated September 10, 2014


Signature: 	Address: (including postal code) Leduc Foundation
Print Name: Nancy M. Laing	5118-50 Ave Leduc, AB T9E 6V4


Signature: 	Address: (including postal code) Medicine Hat Community Housing Society
Print Name: Robin Müller	#104, 516-3 rd Street SE Medicine Hat, AB T1A 0H3

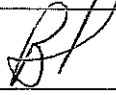
Signature: 	Address: (including postal code) Hearst Housing Foundation
Print Name: Lynn Clerk	914 Bison Way Sherwood Park, AB, T8H 2C4

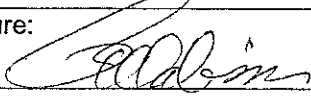
BYLAWS
-ANPH-ASSOCIATION-

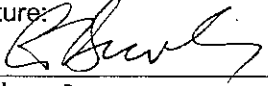
✓ ALBERTA NETWORK OF PUBLIC HOUSING AGENCIES ✓


Signature: 	Address: (including postal code) GREEN ACRES FOUNDATION 122-5 AVE. SOUTH LETHBRIDGE, AB T1J 0S9
Print Name: DAWNA COSLOUI	

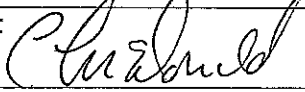
Signature: 	Address: (including postal code) THE BETHANY GROUP 4612-53ST CANOGA, AB T4V 1T6
Print Name: DENIS BEASLEY	

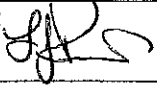
Signature: 	Address: (including postal code) 2340 22nd St. NE CALGARY, ALBERTA T2E 8B7
Print Name: RICHARD FARRELL	


Signature: 	Address: (including postal code) Box 7050 PEACE RIVER, AB. T8S 1S7
Print Name: RICHARD WALISSER	

Signature: 	Address: (including postal code) 10232 112 Street Edmonton AB T5K 1M4
Print Name: Greg Dewling	

Signature: 	Address: (including postal code) 14220-109 Ave. Edmonton AB T5N 4B3
Print Name: R. Swarek	

Signature: 	Address: (including postal code) 9430-111 Ave Edmonton AB T5G 0A4
Print Name: Cam McDonald	

Signature: 	Address: (including postal code) Heart River Housing Box 909 High Prairie Alberta T0G 1E0
Print Name: Lindsay PRATT	

WITNESS Signature: 	Address: (including postal code) 10232-112 Street Edmonton, AB T5K 1M4
Print Name: Candace Humenny	