

By-Laws  
of the  
German Canadian Society Harmonie  
Regina, Saskatchewan

Founded 1955

Corporation No. 203986  
under the Non-Profit Corporations Act

By-Laws approved <signed: Winfried Schlosser> <signed: unknown witness>

April 27, 1988

By-Laws  
of the  
German Canadian Society Harmonie

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ARTICLE 1

Effective Date of By-Laws

The following By-laws were approved and accepted at a General Meeting on  
<no date noted>.

ARTICLE 2

Name of the Organization

The name of the Organization is: German Canadian Society Harmonie.  
Address: 1727 St. John Street, Regina, Saskatchewan.

ARTICLE 3

Purposes and Aims

To cultivate and promote the German language culture, customs, and social activities. The Society does not engage in politics; it sanctions and supports, however, the democratic institutions in Canada. Religious controversy is to be avoided. Christian and democratic ideals are supported.

ARTICLE 4

The Fiscal Year

The fiscal year is the calendar year, January 1 to December 31.

ARTICLE 5

Membership and Dues

- a) Honorary members
- b) Single members
- c) Family members
- d) Senioren members and Students
- e) Sub-Groups

- Honorary members are appointed by the Board of Directors
- Honorary membership is not transferable to any other family member
- An honorary membership does not entitle the member to free admission to any function of the Society
- The annual membership dues are determined by the Board of Directors
- Sub-Groups of the Society are entitled to use the facilities. Members of the sub-groups shall be members of the Society.

## ARTICLE 6

### Members of the Executive

The Executive consists of the following persons who should be elected at the General Meeting.

All members of the Executive carry out their duties on an honorary basis. Reasonable expenses incurred by the members of the Executive on behalf of the Society will be reimbursed. This decision rests with the Executive.

- a) Seven (7) Directors should be elected to the Board of Directors at the Annual Meeting of the German Canadian Society Harmonie. However, four (4) Directors must be elected at the Annual Meeting. Three (3) or more Directors could be appointed, not more than ten (10) Directors can be on the Board of Directors. Two of six appointed Directors must be shareholders.
- b) A Director is elected for a total of two years.
- c) The Board of Directors will choose, by ballot, their own officers immediately after the Annual Meeting.
- d) Directors: President, Vice President, Treasurer, Secretary, Publicity and Press Agent (P.R.), Entertainment and Culture, Membership, Shares Chairman, Special Projects
- e) Power of Directors  
The Directors have the power to run the Society in the best possible way. They have the power to borrow money but cannot sell any land or buildings owned by the Society (German Canadian Society Harmonie), or by the Harmonie Holdings Ltd., without the approval of the members. All Directors are entitled to free admission to Club functions.

f) Removal of Directors

Any Director can be removed from Office by vote of the Board or at the General Meeting.

g) Duties of the Executive

(1) President

It is the President's duty to convene all executive, general, and all other meetings. He acts as chairman of all meetings and sees to it that parliamentary procedures are being adhered to. In the event of a tie, the President always has the deciding vote. In case of disturbances, he has the right and the duty to impose silence on a person and, when necessary, to exclude a person from the meeting. This person, however, has the right to appeal such presidential decision to the Executive. The President, by virtue of his Office, is a member of every committee, he supervises the activities of the other members of the Board. He represents the Society in all cases and on all occasions. He is a signing officer of cheques.

(2) Vice President

The Vice President becomes the Acting President during the President's absence and assumes his rights and duties. He is a signing officer of cheques.

(3) Treasurer

The Treasurer is responsible for the control of accounting. He works together with the Manager and Bookkeeper to give the President and Directors a monthly report on the finances of the Society. He is a signing officer of cheques.

(4) Secretary

The Secretary is responsible for keeping Minutes of all meetings and proceedings. The Secretary is a signing officer of cheques.

(5) Publicity and Press Agent (P.R.)

The P.R. person is responsible for all publications to the Media (Newspaper, Radio, Television), answering all letters and is to assume the Secretary's duties during the absence of the Secretary.

(6) Entertainment and Culture

This Director is responsible for all cultural functions and all entertainment activities of the Society. He discusses all matters pertaining to social activities with the Board of Directors at their meetings. He is the chairperson of any entertainment committee and activities of a cultural nature.

(7) Membership

This Director is responsible for keeping the Membership List in order, to keep up-to-date addresses, send out statements, keep list for 10 and 25 Year Pins, and Medals of Merit.

(8) Shares

This Director is responsible for the shares of the Harmonie Holdings Ltd., 1727 St. John Street, Regina, Sask., the selling of shares, etc.

(9) Special Projects

Directors are assigned Special Projects at time of need.

(10) Meetings

Meetings of the Directors are held once a month, or more, if necessary. They may be held at any place to be determined by the Board provided that seven (7) days notice shall be sent in writing to each Director. No formal notice shall be necessary if all Directors are present at the meeting or waive notice thereof in writing. A notice of a meeting of Directors need not specify the purpose of or the business to be transacted at the meeting, except where the Act requires such purpose of business to be specified.

(11) Action by the Board

Subject to any unanimous membership agreement, the Board shall manage and control the business and affairs of the Corporation. The powers of the Board may be exercised by resolution passed at a meeting at which a quorum is present to vote on that resolution at a meeting of the Board. Where there is a vacancy in the Board, the remaining Directors may exercise all the powers of the Board, so long as quorum remains in office.

(12) Remuneration and Expenses

Subject to any unanimous membership agreement, the Directors shall be paid such remuneration for their services as the Board may from time to time determine. The Directors shall also be entitled to be reimbursed for travelling and other expenses properly incurred by them in attending meetings of the Board or any committee thereof. Nothing herein contained shall preclude any director from serving the Corporation in any other capacity and receiving remuneration thereof.

## ARTICLE 7

### Sub-Groups

The Society has eight Sub-Groups.

Each Sub-Group elects its own executive. Each member of a Sub-Group should be a member of the German Canadian Society Harmonie. Each Sub-Group can use the facilities of the Society. Regular monthly meetings shall be fixed by agreement with the Manager and the Board of Directors. All events of a group should be recorded and booked no later than November 1 for the coming year in the Events Calendar of the Society. Special regulations for the use of the hall for the various events are to be worked out.

In the event of an affiliated group being dissolved, all assets of such a group shall be the property of the German Canadian Society Harmonie.

## ARTICLE 8

### Rights and Duties of Members

Each member is required to further the interests and welfare of the Society at all times.

Disorderly conduct on the part of a member, inside and outside of the Society, may constitute a reason for temporary or permanent expulsion.

All guests must be accompanied by a member in good standing, who must also sign the Register and assume full responsibility for his guests. A guest may be admitted as such only three times.

No member has the right to give orders to the employees. Complaints in respect to employees are to be submitted to the Executive.

Every paid-up member is entitled to a reduced admission price to Club functions.

## ARTILCE 9

### Meetings

Members have to be notified fourteen (14) days before a meeting is to be held. The President has the right to call a special meeting if certain circumstances prevail.

## ARTICLE 10

### Suspension from the Society

If a member should be suspended from the Society, either temporarily or permanently by the President, or the Executive, for unsatisfactory conduct within or outside the Society, he is barred from entering the premises of the Society. He may appeal such a suspension by writing to the Society. This suspension may be revoked by the Executive.

## ARTICLE 11

### Rights and Duties of Manager and Bartenders

The Manager and Bartenders are required to carry out the instructions of the President, or his representative. They cannot hold an office in the Executive. It is their duty to observe all rules and regulations of the Liquor Control Act. Their directives must be followed by every member and guest. They are responsible to the Executive for law and order within the licensed premises. Out-of-town visitors of German descent may be admitted to the licensed premises, providing they sign the Guest Register together with a member of the Society.

## ARTICLE 12

### Amendments of By-Laws

A motion to amend the By-Laws may be made at any annual general meeting. This motion should be voted on at the next annual general meeting. 2/3 majority is required for passing any amendment.

## ARTICLE 13

### Insurance

The Society shall purchase and maintain an insurance for liabilities.

### Limitation of Liability

No Director or Officer shall be liable for the acts, receipts, neglects or defaults of any other Director or Officer, or Employee, or for joining in any receipt or other act for conformity, or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired for or on behalf of the Corporation, or for the insufficiency or deficiency of any security in or upon which any of the monies of the Corporation shall be invested, or for any loss or damage arising from bankruptcy, insolvency or tortious acts of any person with whom any of the monies, securities, or effects of the Corporation shall be deposited, or for any loss occasioned by any error of judgment or oversight on his part, or for any other



loss, damage or misfortune whatever which shall happen in the execution of the duties of his office or in relation thereto, unless the same are occasioned by his own willful neglect or default; provided that nothing herein shall relieve any Director or Officer from the duty to act in accordance with the Act and the regulations thereunder or from liability for any breach thereof.

#### ARTICLE 14

##### Indemnity

Subject to the limitations contained in the Act, the Corporation shall indemnify a Director or Officer, a former Director or Officer, a person who acts or acted at the Corporation's request as a Director or Officer of a body corporate of which the Corporation is or was a shareholder or creditor (or a person who undertakes or has undertaken any liability on behalf of the Corporation or any such body corporate) and his heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonable incurred by him in respect of any civil, criminal or administrative action or proceeding to which he is made a party by reason of being or having been a Director or Officer of the Corporation, or such body corporate, if:

- a) He acted honestly and in good faith with a view to the best interests of the Corporation; and
- b) In the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, he had reasonable grounds for believing that this conduct was lawful.

## SCHEDULE "A"

### GERMAN CANADIAN SOCIETY HARMONIE

#### CLASSES AND NUMBERS OF MEMBERSHIPS

1. The Corporation is authorized to issue unlimited voting, non-transferrable sustaining memberships, unlimited non-voting, non-transferrable honorary memberships, unlimited non-voting, non-transferrable regular memberships, unlimited non-voting, non-transferrable social memberships, unlimited voting, non-transferrable associate memberships and unlimited non-voting, non-transferrable family memberships.

#### SUSTAINING MEMBERSHIPS

2. The ~~voters~~ holders of sustaining memberships shall be entitled to vote at all meetings of members.

#### HONOURARY MEMBERSHIPS

3. The holders of honorary memberships shall not be entitled to vote at any meetings of members and shall be exempt from payment of membership fees.

#### REGULAR MEMBERSHIPS

4. The holders of regular memberships shall not be entitled to vote at any meetings of members.

#### SOCIAL MEMBERSHIPS

5. The holders of social memberships shall not be entitled to vote at any meetings of members.

#### ASSOCIATE MEMBERSHIPS

6. The holders of associate memberships shall be entitled to vote at any meetings of members.

#### FAMILY MEMBERSHIPS

7. The holders of family memberships shall not be entitled to vote at any meetings of members.