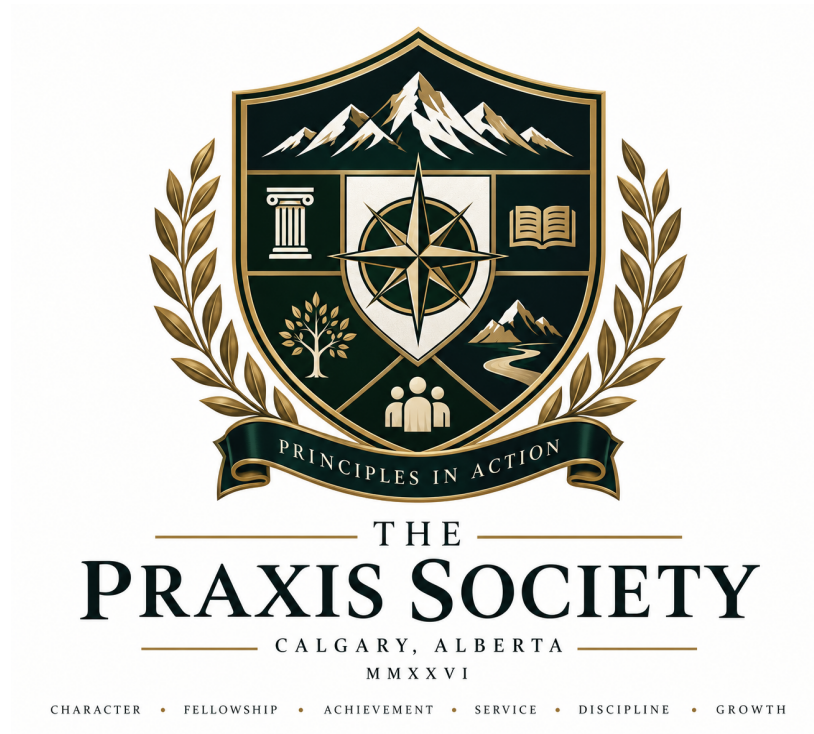




BYLAWS & GOVERNANCE CODE

FOUNDER: GAUTHAM MENON | CALGARY, ALBERTA | FOUNDED 2026

Character | Fellowship | Achievement | Service | Discipline | Growth

Founding Record

Bylaw 1 - Governing Authority

The order of authority shall be: applicable law; the Founding Charter & Constitution; these Bylaws; the Membership & Traditions Code; then policies and resolutions adopted under them.

Bylaw 2 - Membership Classes

The Society may recognize Candidate, Member, Founding Member, and Honorary Member classifications. Only Members and Founding Members in good standing shall possess ordinary voting rights unless these Bylaws expressly provide otherwise.

Good Standing

A member is in good standing when required dues or approved alternatives are current, required commitments have been reasonably fulfilled, and no suspension is in effect.

Bylaw 3 - General Assembly

The voting membership collectively constitutes the General Assembly. It is the ultimate internal authority for election of officers, major constitutional changes, removal of elected officers, and other matters reserved to members.

Bylaw 4 - Officers

The initial officers shall be President, Vice-President, Secretary, Treasurer, Membership Chair, and Service Chair. Additional offices may be created by ordinary resolution when organizational needs justify them.

President

The President provides strategic leadership, presides at meetings, represents the Society, ensures officers perform their duties, safeguards mission continuity, and prepares future leadership. The President may not unilaterally admit or expel members, amend governing documents, authorize material unbudgeted spending beyond limits set by policy, or override a valid vote.

Vice-President

The Vice-President supports the President, coordinates internal operations, and assumes presidential duties during temporary absence or vacancy until the prescribed succession process occurs.

Secretary

The Secretary maintains minutes, resolutions, governing documents, membership records, notices, official correspondence, and the institutional archive.

Treasurer

The Treasurer maintains complete financial records, prepares budgets and reports, reconciles accounts, preserves receipts and supporting documentation, and ensures expenditures follow authorization rules.

Membership Chair

The Membership Chair administers candidacy, sponsorship, orientation, evaluation, and membership records while protecting fair and consistent standards.

Service Chair

The Service Chair develops and coordinates community service initiatives and reports on participation, impact, partnerships, and lessons learned.

Bylaw 5 - Terms and Elections

After the founding period, elected officers should normally serve one-year terms, renewable subject to election. No person should serve more than three consecutive full terms in the same executive office without an extraordinary vote of the General Assembly. Nominations shall be open to eligible members in good standing. Elections shall use a secret ballot when more than one candidate seeks an office. A simple majority of votes cast shall elect unless another threshold is specified.

Bylaw 6 - Founding Period

For the first organizational year, the Founder may serve as inaugural President and appoint interim officers necessary to establish operations. Interim appointments expire at the first annual election unless the member is elected under the ordinary process.

Bylaw 7 - Meetings

The Society should hold at least four General Assembly meetings per year and an Annual General Meeting. Officers may meet more frequently. Notice should normally be provided at least seven days before an ordinary General Assembly meeting and fourteen days before an Annual General Meeting or constitutional vote.

Quorum

Quorum for a General Assembly meeting shall be a majority of voting members in good standing, unless the membership grows to a size at which a different reasonable threshold is adopted by amendment.

Bylaw 8 - Voting

Ordinary matters pass by a simple majority of votes cast. A tie fails unless these Bylaws expressly provide a tie-breaking procedure. Proxy or electronic voting may be authorized by policy if identity, fairness, and record integrity can be reasonably protected.

Bylaw 9 - Reserved Supermajority Matters

Removal of an elected officer, expulsion of a member after formal proceedings, major disposition of Society assets, establishment of a new chapter, or material amendment of these Bylaws shall require at least a two-thirds vote of eligible votes cast. Amendment of the Society's name, mission, Six Pillars, equal-membership principle, non-hazing principle, Founder's historical designation, or dissolution shall require at least a three-quarters vote of all voting members in good standing, together with any legal requirements that apply.

Bylaw 10 - Finances

Society funds shall be kept separate from personal funds. An account shall be opened in the legal name of the organization when practicable. At least two authorized officers should have access to banking records, and material payments should require dual approval under a threshold set annually.

An annual operating budget shall be presented to the membership.

Receipts and supporting records shall be retained for expenditures.

The Treasurer shall provide periodic financial statements.

No member may approve a payment primarily benefiting that member without independent review.

Borrowing, guarantees, or major long-term commitments require explicit member approval.

Bylaw 11 - Dues

Dues may be established by the General Assembly. Financial means alone should not determine access to membership; the Society may establish transparent hardship waivers, service alternatives, or payment arrangements where appropriate.

Bylaw 12 - Conflicts of Interest

A member with a material personal, family, professional, or financial interest in a decision shall disclose it before deliberation and ordinarily abstain from the decision. The disclosure and abstention shall be recorded in the minutes.

Bylaw 13 - Records and Privacy

The Society shall maintain accurate membership, governance, financial, and historical records. Access to sensitive personal information shall be limited to legitimate organizational need. Records shall be collected only for legitimate organizational purposes.

Bylaw 14 - Admission

Admission shall follow the Membership & Traditions Code. No single officer, including the Founder or President, may grant full membership unilaterally. Candidates must receive the approval threshold established by membership policy, which should be demanding but fair and consistently applied.

Bylaw 15 - Discipline and Removal

Concerns about member conduct shall be handled through a fair process proportionate to seriousness. A member must receive notice of the concern, a reasonable opportunity to respond, and a decision by persons without a material conflict of interest. Available outcomes may include guidance, written expectations, temporary suspension, restoration conditions, or expulsion. Immediate interim restrictions may be imposed when reasonably necessary to protect safety, records, finances, or the integrity of an investigation.

Bylaw 16 - Officer Removal and Vacancy

An officer may resign in writing or be removed for serious misconduct, persistent failure of duty, abuse of authority, or loss of member confidence, as demonstrated by the required vote. Vacancies may be filled on an interim basis until a special or regular election.

Bylaw 17 - Committees

The Society may create standing or temporary committees for membership, service, finance, events, governance, education, communications, or other legitimate purposes. Committees remain accountable to the authority that created them.

Bylaw 18 - Chapters

A chapter charter shall define geographic scope, minimum membership, leadership requirements, financial obligations, reporting, use of the crest and name, and grounds for suspension or revocation. No chapter may alter the Six Pillars or represent itself as independent of the Society's governing standards.

Bylaw 19 - Amendments

Proposed amendments shall be circulated in writing with enough time for meaningful review. Amendments should include a statement of purpose and identify any affected provisions. The Secretary shall preserve both current and historical versions.

Bylaw 20 - Annual Governance Review

At least annually, officers shall review governance, finances, membership health, service impact, risks, records, and succession. The purpose is to ensure operations remain consistent with the Charter.

Bylaw 21 - Legal Formation

When the Society proceeds to formal incorporation or registration, these Bylaws shall be conformed to the requirements of Alberta law and the chosen legal structure. Where a legal requirement conflicts with this draft, the legally compliant text shall govern while preserving the Charter's intent as closely as possible.

Bylaw Amendment - Annual Dues

Annual dues for an active member are initially established at \$50 CAD per year. The General Assembly may amend the amount through the ordinary budget and dues process, subject to the governing documents. Dues may support the official membership pin, approved Society merchandise, membership materials, administration, events, service initiatives, and other properly authorized Society purposes. The Treasurer shall account transparently for dues and expenditures. Payment of dues does not purchase admission, voting rights, status, or immunity from membership standards. The Society may establish confidential hardship arrangements, waivers, or service alternatives so that legitimate financial hardship alone does not determine continued participation.

Bylaw Amendment - Substance and Decorum Enforcement

Society functions may be designated substance-free. No candidate or member may be required or pressured to consume alcohol, cannabis, or another intoxicating substance as a condition of membership, participation, celebration, or fellowship. Possession, distribution, promotion, or use of illegal hard drugs at Society activities constitutes serious misconduct. Lawful alcohol or cannabis use that results in dangerous behaviour, harassment, material disruption, repeated loss of decorum, or failure of Society responsibilities may be addressed through the ordinary disciplinary process. Disciplinary decisions shall distinguish between a member responsibly seeking help for addiction and a member who repeatedly endangers others, distributes prohibited substances, refuses reasonable safety restrictions, or uses dependency as justification for misconduct.

Bylaw Amendment - Official Pin and Merchandise

The Society may issue an official pin or other approved items to members in good standing. The pin should normally be included within the value supported by annual dues when financially practical. Merchandise does not confer membership and may not be used to imply current membership after resignation, suspension, or removal.