

**A Better Calgary Association**  
**Constitutional Document 3 (Ward Association Rules)**

Current as of February 21<sup>st</sup>, 2026.

Last amended at the October 19<sup>th</sup>, 2024 Annual General Meeting



## **Article 1. PREAMBLE**

- 1.1. These Ward Association Rules (“Rules”) shall constitute the rules and procedures for the establishment and governance of A Better Calgary Party Ward Associations pursuant to the Association’s Bylaws.

## **Article 2. DEFINITIONS**

- 2.1. In this document, capitalized terms shall have the meaning given to them in the Bylaws unless otherwise stipulated. The following terms are defined as follows:
  - 2.1.1. “Bylaws” means the Bylaws of the A Better Calgary Association;
  - 2.1.2. “Founding Meeting” means the first General Meeting of a WA, or the first General Meeting of a WA held after a WA has been derecognized;
  - 2.1.3. “Inactive” means a WA that has no functioning WA Board as determined by the Party Board;
  - 2.1.4. “Officer” means a WA Director that is the WA President, WA Secretary, WA CFO or any WA Vice President recognized by the WA;
  - 2.1.5. “WA” means a Ward Association as defined in the Bylaws;
  - 2.1.6. “WA Board” means the Board of Directors of the WA;
  - 2.1.7. “WA AGM” means an annual meeting of the Ward Association Members provided for in the Rules at which, among other things, the WA Directors are elected to the WA Board;
  - 2.1.8. “WA CFO” means a WA Director that is the Chief Financial Officer of the WA;
  - 2.1.9. “WA Director” means a voting member of the WA Board;
  - 2.1.10. “WA General Meeting” means a meeting of the Ward Members and includes an AGM, an SGM, and a Founding Meeting;
  - 2.1.11. “WA President” means a WA Director that is the principal Officer of the WA;
  - 2.1.12. “WA Rules” means these Ward Association Rules described in Article 11 of the Bylaws;
  - 2.1.13. “WA Secretary” means a WA Director that is the Chief Records Officer of the WA;

- 2.1.14. “WA SGM” means a WA General Meeting of the Ward Members called for a specific purpose and does not include a WA AGM;
- 2.1.15. “WA Vice President” means a WA Director that is an Officer with specific duties and responsibilities that may be delegated to them from time to time by the WA Board; and
- 2.1.16. “Ward Member” means a Member who resides in the Ward.

### **Article 3. OBJECTIVES**

- 3.1. The objectives of the Ward Association shall be to:
  - 3.1.1. support the objectives and principles of the Party and maintain an effective Ward Association for that purpose;
  - 3.1.2. facilitate engagement of the residents of the Ward in the political affairs of Calgary and the involvement of Ward Members in the affairs of the Party and Ward Association;
  - 3.1.3. facilitate the nomination of a Council Candidate for general elections and by-elections;
  - 3.1.4. provide support to the Council Candidate to help promote their election as a representative of the people of the Ward;
  - 3.1.5. facilitate and participate in ongoing governance discussions within the Party; and
  - 3.1.6. comply with the obligations, and benefit from the rights and privileges, of being a Ward Association of the Party.

### **Article 4. FOUNDING MEETING**

- 4.1. Where a WA Board has become Inactive, or where no WA is currently recognized by the Party, any five (5) Ward Members may apply to the Party, in the form provided by the Party, for recognition of a WA. The Party Board shall consider the application and, if approved, shall recognize the WA and register the WA under the Applicable Laws, if any.
- 4.2. The Party Board shall, within three (3) months of the application for recognition of a new Ward Association, fix the date for a Founding Meeting and provide notice to the Ward Members of the time, place, and business to

be transacted at the Founding Meeting by email or by telephone, and by publication of a notice on the Party website, such notice to be not less than twenty-one (21) days.

- 4.3. The Association's President, if any, or the Party Board's designate, shall chair a Founding Meeting.
- 4.4. At a Founding Meeting, the Ward Members present and voting shall:
  - 4.4.1. elect by secret ballot a WA President, WA Secretary and WA CFO;
  - 4.4.2. elect by secret ballot up to twenty-seven (27) additional Members as Directors;
  - 4.4.3. authorize the WA Board to take all necessary steps to register the WA in accordance with Applicable Laws; and
  - 4.4.4. conduct such other business as the Ward Members determine is in the interests of the WA.
- 4.5. Ward Members shall have the right to attend, speak, and run as a Director at a Founding Meeting.

## **Article 5. WARD ASSOCIATION GENERAL MEETINGS**

- 5.1. Governance of the Ward Associations rests with the Ward Members who are present and vote at WA General Meetings.
- 5.2. For the purpose of voting at General Meetings, Ward Members must be a Member of the Party in good standing.
- 5.3. The WA Board shall fix the date for a WA General Meeting and provide notice to the Ward Members of the time, place, and business to be transacted of the WA General Meeting by email or telephone, and by publication of a notice on the Party website, such notice to be not less than twenty-one (21) days.
- 5.4. A WA AGM shall be held at least once per calendar year, except in a year where a Founding Meeting has been held.
- 5.5. At a WA AGM, the Ward Members present and voting shall:
  - 5.5.1. elect by secret ballot a WA President, WA Secretary, and WA CFO;
  - 5.5.2. elect by secret ballot up to twenty-seven (27) additional Members as WA Directors. The WA Board may, but need not, prior to the issuance of notice of the WA AGM, provide that up to seven (7) Members be

- directly elected as WA Vice Presidents instead of as at-large WA Directors;
- 5.5.3. receive reports from the WA President, WA Secretary and WA CFO on the activities of the Ward Association, if applicable;
  - 5.5.4. review the budget, membership development plan, and communication plan, if applicable; and
  - 5.5.5. conduct such other business as the Ward Members determine is in the interests of the Ward Association.
- 5.6. A WA SGM may be called by the WA Board as necessary and for the specific purpose set forth in the notice of meeting.
  - 5.7. A WA SGM shall be called by the WA Board within forty-five (45) days of receipt of a petition signed by the lesser of one hundred (100) or one third (1/3) of the Ward Members, as at the date of receipt of the petition, requesting a WA SGM for a specific purpose.
  - 5.8. The WA President or their designate shall chair all WA General Meetings, except where a WA SGM has been petitioned by Ward Members for the specific purpose of removing some or all of the WA Directors, in which case a designate of the Party Board shall chair the WA SGM.
  - 5.9. All Ward Members shall have the right to attend, speak and vote at a WA General Meeting. Voting by proxy is not permitted.
  - 5.10. Quorum for all WA General Meetings shall be twenty (20) Ward Members.

## **Article 6. WARD ASSOCIATION BOARD OF DIRECTORS**

- 6.1. Any Member in good standing, may stand for election as a WA Director at a WA General Meeting where the business to be transacted includes the election of WA Directors. Each Member who stands for election as a WA Director shall be given an opportunity to speak at the General Meeting.
- 6.2. The total number of WA Directors shall not exceed thirty (30). One in every five (5) Directors or portion thereof, to a maximum of six (6), may be Members not resident in the Ward.
- 6.3. An Elected Councillor and/or a Council Candidate for the Ward, if any, shall each be an *ex officio*, non-voting member of the WA Board and shall not count towards the total number of WA Directors.
- 6.4. Each voting WA Director is a fiduciary of the WA and has a duty to act in the best interests of the Ward Association Members as a whole.

- 6.5. Each voting WA Director also has a duty to, at all times, exercise the care, diligence, and skill that a reasonably prudent person would exercise in comparable circumstances.

## **Article 7. POWERS AND MEETINGS OF THE WARD ASSOCIATION BOARD**

- 7.1. Between WA General Meetings, the WA Board is authorized to manage and direct the business and affairs of the WA.
- 7.2. The WA Board shall in the conduct of its business comply with Applicable Laws, the Bylaws and these Rules.
- 7.3. Each WA Director shall be entitled to attend, speak, and vote at every meeting of the WA Board.
- 7.4. The WA Board shall conduct its business by resolution or motion duly passed at a meeting of the WA Board. A resolution of the Board in writing, or by email, signed or endorsed by all of the WA Directors shall be valid and effective as if passed at a meeting of the WA Board duly called and constituted.
- 7.5. No WA Director shall have any authority to act for or on behalf of the WA Board except as specifically provided in these Rules or by the WA Board through the adoption of a motion or a standing rule of order.
- 7.6. Immediately upon the adjournment of a WA AGM or a WA SGM where some, or all, of the WA Directors have been elected by the Ward Members, the WA Board shall convene and meet to:
  - 7.6.1. pass a motion to delegate signing authority; and
  - 7.6.2. elect up to seven (7) Vice-Presidents, if necessary, all to terms of office that expire at the next WA AGM.
- 7.7. The quorum for meetings of the WA Board shall be the lesser of one third (1/3) of the WA Directors or one half of the Officers.
- 7.8. The WA President shall preside at meetings of the WA Board. Where the WA President is absent from a meeting of the WA Board, the WA CFO shall preside at the meeting of the WA Board. Meetings of the WA Board may be conducted in person, by way of telephone conference, or video conference, provided all WA Directors participating in such meeting can hear each other.

- 7.9. Each meeting of the WA Board should, at a minimum, include discussion of the following:
  - 7.9.1. recent activities of the Party;
  - 7.9.2. the financial state of the WA;
  - 7.9.3. fundraising plans, goals, and achievements of the WA;
  - 7.9.4. WA membership and plans to increase the number of Ward Members;
  - 7.9.5. a brief account of activities by the Elected Councillor or Council Candidate, or their designate, if any; and
  - 7.9.6. a brief report from each Officer and committee chairperson, if any.
- 7.10. The WA Secretary shall be the recording WA Secretary of the WA Board, prepare an agenda for each meeting and take brief and concise minutes of each meeting. The minutes shall reflect each motion made, the voting method, and the number of votes in favour, against, and abstentions on each motion. A WA Director may request that his or her vote be recorded in the minutes, and the minutes shall reflect the WA Director's vote.
- 7.11. Where the WA President or designate presides at a meeting of the WA Board, the WA President or designate shall only cast a vote to create or break a tie. The WA President or designate may refuse to cast a vote to create break a tie, and if so, the motion is defeated. The minutes shall reflect this.
- 7.12. The WA Board shall not pass a motion in camera.
- 7.13. The WA Board shall:
  - 7.13.1. assign to the WA President, WA Secretary and WA CFO duties and responsibilities and the authority to discharge those duties and responsibilities; and
  - 7.13.2. assign to each WA Vice-President, if any, a specific title, duties and responsibilities and the authority to discharge those duties and responsibilities.
- 7.14. The WA Board may establish committees made up of WA Directors and Members and shall:
  - 7.14.1. establish terms of reference of the committee;
  - 7.14.2. designate the members of the committee, including *ex officio* members;

- 7.14.3. designate the chair of the committee;
  - 7.14.4. determine the reporting requirements for the committee; and
  - 7.14.5. where the committee is to exercise any authority, delegate such authority with clarity and specificity.
- 7.15. The WA Board may fill vacancies of WA Officers and WA Directors by majority secret ballot.
- 7.16. The WA Board may, by majority secret ballot vote of those present and voting, remove a WA Director who has missed three (3) consecutive meetings.
- 7.17. The WA Board may, by a secret ballot vote of two-thirds (2/3) of all WA Directors, remove a WA Director or Officer whose conduct is judged improper or unbecoming, or likely to adversely affect the interests or reputation of the WA or the Party.
- 7.18. Notice of a motion to remove a WA Director or Officer must be provided by email to all WA Directors at least seven (7) days prior to the WA Board meeting at which the vote is to occur.

## **Article 8. INTERPRETATION AND AMENDMENTS**

- 8.1. Subject to the Bylaws and these Rules, the WA Board may adopt standing rules of order to be followed at all WA General Meetings and/or WA Board meetings. To the extent not otherwise provided for by any standing rules of order, *Robert's Rules of Order, Newly Revised, 11<sup>th</sup> Edition*, will govern meetings.
- 8.2. To the extent there is any conflict between the Bylaws and these Rules, the Bylaws shall prevail.
- 8.3. A WA does not have the authority to alter the WA Rules in any way except by application from the WA Board to the Party Board where special circumstances exist that warrant such modification. The Party Board may consider any application for a waiver of a specific provision of the WA Rules and may grant such a waiver in writing.
- 8.4. The Party Board may temporarily amend the WA Rules to ensure they comply with Applicable Laws, the Bylaws, or to address unforeseen, unexpected, or unusual circumstances affecting WAs. Such amendments shall have effect and be binding upon WAs from the time determined by the

Party Board until either expired, ratified, amended, or rejected at the next AGM of the Party but in no case shall an amendment be binding until communicated by email to the Members and posted on the Party website.

**Article 9. LIMITATION OF LIABILITY**

- 9.1. When acting within the scope of their authority and in compliance with these Rules, no WA Director shall be liable for any debts, actions, claims, demands, liabilities, or commitments of any kind made by the WA. The Party shall indemnify and hold harmless each WA Director against any such debt, action, claim, demand, liability, or commitment whatsoever.