



Zorra Caledonian Society

2018-19

BOARD HANDBOOK

as of March 19, 2018

Mission Statement

“The Zorra Caledonian Society is a volunteer community organization formed in 1937 to recognize the Scottish heritage of the Village of Embro and the Township of Zorra”



Zorra Caledonian Society 2018-19 Board Handbook

Board Member Template “whose is doing what?”

#	Name of Director	Year Elected	Meeting Duty	EHG Duty	SANB Duty
1	Gord MacKay (President)	2018	Chairman AGM	Chair/COP contact President’s Party	Greeter & Emcee
2	Kevin Fraser (Vice President)	2017	Legion Contact*	Grounds	Bar committee
3	Helen Dowd (Past President)	2017	Coaches Holly NTD organizer	Entertainment, Print Media	Organizer
4	Jennifer Moodie (Secretary)	2017&18 Appointed	Takes meeting minutes	Children’s Scottish Crafts	Addresses Haggis
5	Peter Fleming (Treasurer)	2017&18 Appointed	Prepares Financials	Treasurer	Collect \$, Pay Bills
6	Laura Green	2017	Snack – March	Highland Dance	Set-up
7	Jim Grieve	2017	Snack – April	Sponsorship	Usher
8	Geoff Innes	2018	Snack - May	Parking	Usher
9	Ron Marshall	2017	Snack – Sept	Pipe Bands	Ingersoll PB
10	Jack Matheson	2018	Snack – Oct	Tug of War	Bar Tender
11	Alan Normand	2017	Snack –Nov	Radio Sponsors Emcee/Announcer	Usher
12	Steve MacDonald	2017	Snack – Dec	Historian	Bar committee
13	Angus Thomson	2018	Snack – Jan	Gates	Usher

Coordinator – Holly MacDonald – prepares agenda packages, maintains database & corresponds with the membership, coordinates NTD, SANB & AGM tickets sales, handles all social media

Projector - Jennifer will bring the laptop and projector to the meeting. Helen will be back up.

***Legion Contact** – books Legion dates, books bar tenders (if needed), opens Legion, shovels walkways & ramp, locks up the Legion, returns key to the Legion, looks after set-up of tables & chairs so Board meeting is ready to start at 7 pm sharp.

Legend: EHG – Embro Highland Games, SANB - St. Andrew’s Night Banquet, COP – Canada’s Outdoor Park, NTD – National Tartan Day, OVSA – Ontario Volunteer Service Award



2018-19 Board Member Contacts

#	Name of Director	Home Phone #	Cell #	Email Address
1	Gord MacKay (President)	519-475-4244	519-421-6342	gordmackay4@gmail.com
2	Kevin Fraser (Vice President)	519-475-4967	519-475-0048	Klf5194750048@gmail.com
3	Helen Dowd (Past President)	519-595-2245	519-504-5245	tdowd@perth.net
4	Jennifer Moodie (Secretary)	519-485-6027	519-320-1406	jenmoodie@yahoo.com
5	Peter Fleming (Treasurer)	519-421-3090	n/a	pflaming@oxford.net
6	Laura Green	519-475-6287	519-535-3561	greenholm@execulink.com
7	Jim Grieve	519-475-6163	n/a	katherinegrieve@gmail.com
8	Geoff Innes	519-539-3189	519-537-1202	ginnes@xplornet.ca
9	Ron Marshall	519-475-4646	519-535-4646	ronmarshall@xplornet.com
10	Jack Matheson	519-475-4162	519-537-4162	jackzorradales@execulink.com
11	Alan Normand	519-475-4759	519-535-0076	thenormands2812@gmail.com
12	Steve MacDonald	519-475-4219	519-475-4219	smacdonald57@live.com
13	Angus Thomson	519-475-6765	519-475-6765	angus.thom1@gmail.com
14	Holly MacDonald	519-475-4219	289-501-4411	hm.macdonald@hotmail.com

Overview of the Year

January – Pitch Pages presented, OVSA winners selected

February – Review & Final Decision on Pitch Pages, AGM

March, April & May - ZCS Budget, EHG Schedule & EHG Site Plan

June – Embro Highland Games (EHG) finishing touches & volunteer info night

July – EHG & President's party

Sept - EHG recap/St. Andrew Night's Banquet (SANB) tickets and posters out

October – Educational Night

November – SANB/ Review of current year/ Planning for upcoming year!

December – Christmas Social



2018 Meeting & Event Schedule

Date	Event	Time	Location
Friday March 16	Scottish Day at March Break Camp	10 am to 3 pm	EZCC (Jennifer & Helen)
Monday March 19	Combined Meeting	7 pm	Embro Legion
Friday April 6	National Tartan Day	8 pm	Embro Legion
Monday April 16	Combined Meeting	7 pm	Embro Legion
Monday May 28	Combined Meeting	7 pm	Embro Legion
Saturday June 2	Caledonian Scottish Open	3 pm	Stonehaven Golf Course
Monday June 18	EHG Info Night	7 pm	Canada's Outdoor Park (COP)
Friday June 29	EHG Set-up	9 am	COP
Saturday June 30	EHG Set-up	9 am	COP
Sunday July 1	81st EHG	7 am - 5 pm + clean-up	COP
Sunday July 8	Annual President's Party	1:00 pm	President's Home
Monday Sept 17	Combined Meeting	7 pm	Embro Legion
Monday Oct 15	Educational Night	TBD	Embro Legion
Monday Nov 19	Combined Meeting	TBA	Embro Legion
Friday Nov 30	82nd SANB	6 pm doors open	EZCC
Monday Dec 10	Christmas Social	7 pm	Embro Legion
Monday Jan 21	Combined Meeting	8 pm	Embro Legion
Monday Feb 25	2019 Annual General Meeting	5:30 pm Social, 6 pm Dinner, 7 pm Meeting	Embro Legion



Glossary of Terms

Annual General Meeting (AGM)

To hold an AGM is a requirement of the Society as detailed in the Constitution. It is to take place in February of each year. The purpose of the AGM is to review the business of the past fiscal year which for the Society is the same as the calendar year. All members are invited and encouraged to attend. The upcoming AGM can be planned shortly after the current year's AGM has taken place. The president, or their delegate, will be given direction by the Board and arrangements can be made to secure the venue, caterer etc.

Annual President's Party

It has been tradition, that after the Games are over, the president hosts the annual president's party. All members and their spouses are extended an invitation to attend. Recently, it has been held the Sunday following the Games (at least one week after) which has proven successful. In 2017 it was catered and everyone paid a donation towards the cost of the food which was very well received. Prior to that it has been a potluck.

Back Office

The Society maintains a "back office" function on our website (EmbroidHighlandGames.ca) so that the Board (and members upon request) can review approved documents in a timely manner. Documents such as: the Constitution, Board & General Meeting Minutes, Handbooks and Financial documents can be found there (like a reference library). This makes all information easy to find and accessible to all.

The back office portion is accessible with the following credentials:

username = committee-member

password = F2SQU1BoBW

Here's the process for gaining access to the "Committee Information" page.

1. On any page of the EHG website scroll all the way down to the bottom
2. Click the "Committee Login" link
3. Enter the above username and password
4. click "Login"

When you've successfully entered the proper login credentials, you'll be taken to the front page of the website.

From there simply click on the "Committee Information" link at the top left.

Please log out when you are finished (immediately below the "Committee Login" link at the bottom of each page).



Board Etiquette

The Society operates mostly in a “virtual” setting, so establishing ground rules is important to the overall success and efficiency of the Board. Therefore, after each election the Board will set the “ground rules” for the new Board members to follow.

If not on vacation, all emails/texts/phone calls will be acknowledge and answered within 48 hours.

1. Dates for the year will be approved at the first Board meeting after the election and any regrets should be reported to the president ASAP or at least 48 hours ahead of meetings, to ensure quorum.
2. Directors will come to the meetings prepared (having read the package) and be ready to make informed decisions on behalf of the Society.
3. As the agenda package will be shown as a visual at the meeting, there is no need for each director to physically print out the Board package. Directors are encouraged to make their own notes on paper or electronically so they can bring them forward at the appropriate time during the meeting.
4. Board members will act in a transparent and accountable manner, sharing information with those in requirement of it, in a timely fashion.

Board Meetings

Will take place as agreed upon by the Board and scheduled as such. Typically no meetings are scheduled in the months of July and August and December is more of a social gathering.

Branding

That on every piece of communication that is created, we will use our ZCS tartan, “Angus the Piper” and include our mission statement where possible.

Budget

Is to be finalized in March and approved by the Board. Any division exceeding \$ 250 over their budget must first seek Board approval.

Constitution

The Society follows a Constitution which is reviewed each year and posted in the back office of the website. Constitutions can only be amended at the AGM.

Deaths

When a past or current Board member or their spouse passes away, the Society will make a \$ 100 donation to a charity listed in the obituary/death notice. If there is more than one organization listed, the Society treasurer will donate to the one that has the most significance to Embro & Zorra. Please inform the current treasurer by email (with a link to the obituary, if possible) should you hear of a death.



Email Address

Since establishing a Society website, that included one email address (info@embrohighlandgames.ca), the Board has had one person assigned to check this account daily. When an email is received, the individual will:

- a) Answer it (and perhaps cc anyone they feel is important to include on the CC line) OR
- b) Forward it on to the most qualified person in the Society with the expectation they will reply ASAP (and perhaps cc the email administrator if that is necessary).

The person responsible for the email address for 2018/19 will be the Coordinator.

Embro Highland Games

Have been held every year since 1937 except during 1942, when they were cancelled because of WWII. We are always a year “behind” the St. Andrew’s Night Banquet because of this fact. The Games are held July 1st of each year and are considered the signature event of the Society.

Expenses

In lieu of honorariums, each Board member should submit expenses for postage and food purchased for meeting lunches etc. as directors are not expected to be “out of pocket” for Society expenses. Please submit receipts and complete the Society’s expense form (that is available in the “back office” on the website) to the Treasurer so you can be reimbursed.

Flow of Information for Board Meetings

- 1st Monday of the Month – President calls for any items board members want on the agenda
- 2nd Monday of the Month – Agenda packages distributed (agenda, director reports, draft minutes from the previous meeting re-distributed, financial reports etc.)
- 3rd Monday of the Month – Meetings are held
- 4th Monday of the Month – Draft minutes from the meeting(s) are distributed to board members (for board meetings) and general membership (for general Meetings).

Flow of Information for General Meetings

- 2nd Monday – Agenda is distributed to all members
- 3rd Monday – Meeting is held
- 4th Monday – Draft Minutes are distributed

Font Size

The Society supports using accessible print for all documents. Arial font is to be used with a minimum font size of 10, 11 is preferred and 12 if applicable. The use of underlining, italics and showing text in all capitals is to be avoided. PowerPoint presentations are to be prepared in an accessible format too.

Games Attendance

That we will continue to have the treasurer track the number of guests, competitor & volunteer attendance using the template set up by Doug Ferguson. That all departments will track all persons



involved in putting on the Games starting in 2017 and that the Treasurer will be the keeper of the annual document.

Grounds Requests

Are due by April 16 to allow the Grounds committee time to make arrangements for July 1st.

History

Our records will be preserved at the Oxford County Archives. We are to purchase archival quality boxes and folders through an on-line company in Toronto called Carr & MacLean OR at Michael's Craft supplies who stock good boxes & folders. Putting what we have in decent, well-labelled folders would do a lot to ensure the long-term survival of the material. Our contact is Liz Mayville at County of Oxford Archives Governor's House, County Square 82 Light Street, Woodstock, ON N4S 6H1... T: 519-539-9800 x 3918 archives@oxfordcounty.ca. We can request it be loaned back for special occasions. The secretary it to keep printed copies of (approved) minutes in a binder and bring to each meeting.

Inclement Weather

As the majority of members live locally, meetings will take place as scheduled. Should a cancellation or postponement be necessary, it is up to the discretion of the president. Notification will be sent out by email, at least 90 mins ahead of the planned meeting start time.

Legal Status

The Society is incorporated but INC does not have to appear after the words *Zorra Caledonian Society*. When completing paperwork authorized individuals simply sign *Zorra Caledonian Society*.

Meeting Schedule

Board & General meetings will be held on the same night (if possible) and will be structured as follows:

Held the 3rd Monday of the Month (except for May (Victoria Day) & December (too close to Christmas) at the Embro Legion. The AGM is held the 4th Monday due to Family Day falling on the third Monday.

Meetings will start at 7 pm unless otherwise noted and each meeting will have a "lunch" component to it for a social time.

Membership

In 2017 the Board approved the motion that anyone purchasing a membership on July 1st, gets the immediate year included at no extra charge. The membership coordinator will track.

Motions

When documenting motions they will be noted as M/S Carried. In 2017 we approved this format to refrain from recording who actually made the motion and seconded it.



National Tartan Day (NTD)

Any celebration for National Tartan Day will be held on April 6th each year or on a date selected by the Board that falls on the closest weekend.

Newsletter– the president will write a monthly newsletter with priority dates/events highlighted. This will be distributed electronically to all members at the first of each month.

Non-Profit Status

The Society has non-profit status but is NOT a registered charity.

Note Cards

That anyone who needs to send out invitations or thank you notes will use the Zorra Caledonian Society “blank” note card that was updated in 2017 (has a description of the tartan on the back page).

Ontario Volunteer Service Awards (OVSA)

That the Secretary or their delegate maintain the newly created record of who has received the Ontario Volunteer Service Awards in the membership database and that it be kept current. By January 25th of each year, the names of those selected by the Board are to be submitted to the Ontario ministry that oversees the OVSA program

PO Box 258

Is checked regularly by the treasurer and mail is distributed as required.

Past President Pins (PPP)

Initiated as part of the 75th anniversary celebrations, all living past presidents have been presented their PPP. Going forward, the immediate past president will present the PPP to the outgoing president as a show of thanks, appreciation and public recognition for having served the Society in this role.

Pitch Pages

All divisions of the Games need to submit each year at the January general meeting. They are to be reviewed and finalized in the month of February by the Board so the budget can be prepared for March.

Policies

Each year the Board will review and update the Society’s policies which cover volunteers, mileage etc.

St. Andrew’s Night Banquet (SANB)

This social event has been held the last Friday in November every year since 1937. The president, or their delegate will be given direction by the Board and planning will begin early in the year. Tickets and posters will be distributed in September at the general meeting.



Tartan

The Society created a tartan in 2012 to commemorate our 75th anniversary. A few items are for sale.

Visa Card

The Society has a VISA card with a \$ 1,500 limit. Anyone who is required to pay for an approved expense by VISA is asked to contact the treasurer to be provided authorization.

Website

The Society used www.EmbroidHighlandGames.ca as our website domain. Dave Knox administers it.

Year in Review

The president is to write the history of the Society for their tenure. This will be put on the website and will be the permanent record for any upcoming history projects. The next catchment date will be the 100th anniversary in 2037. History books have been published for the 20th, 40th, 50th, 60th and 75th anniversaries. In 2012 a DVD was also created covering all years since 1937.



Monthly Check list – President/Coordinator/Secretary/Treasurer

Two weeks ahead of a Meeting

Call for Director Reports/Updates to be submitted.
Review past meeting agenda(s) & minutes (as a refresher)
Put together the Agenda for the upcoming meeting

One week ahead of a Meeting

Receive the Director Reports
Finalize the Agenda
Assemble the Agenda Package (inserting the corresponding documents under the proper heading)
Send out the Agenda Package, any attachment along with the draft meeting minutes from the previous Board meeting.

Meeting

Take Board attendance or General Meeting attendance
Take minutes (using the Agenda package) and “fill in the blanks”.

After a Meeting

Immediately following a meeting, make any corrections/amendments/deletions to the minutes from the last regular meeting that were approved by the Board/membership. Remove the word DRAFT from them as they are now the approved copy.

Send these minutes to Dave Knox for the Back office and print off a copy for the ZCS Minute binder.

Finish off the DRAFT Board & General Meeting Minutes from the meeting most recently held (DRAFT should be marked on them as a watermark).

All Board Members – to complete the work assigned/follow-up/book vendors/speakers that were approved at the last meeting.

One week after a Meeting

Send out DRAFT minutes to the applicable group (Board, General etc.)



National Tartan Day

Step-by-Step guide on how to run it...

- Find an organizer to take it on
- Select a date(s)
- Contact venue & book it
- Ensure bar tenders & bar arrangements are in order (if it is a Scottish event, serve Scotch etc.)
- Confirm cleaning fee
- Book entertainment (Band, Sound, Music for Breaks, Dancers etc.)
- Organize food for Scottish late lunch (ask Director's to sign up to bring something)
- Create poster
- Create tickets
- Advertise in newsletters, flyers & Village Voice, website & social media
- Ask Coordinator to handle ticket sales
- Begin ticket sales at the AGM in February & distribute posters.
- Source table cloths & any décor items
- Distribute tickets via membership
- Get any float for the door.
- Make a donation to the dancers.
- Plan for set-up and take-down.
- Thank people for going (on website etc.)



Zorra Caledonian Society

2018 EHG Policies approved at the March 2018 Meeting

Volunteers

Anyone wishing to volunteer at the EHG, should plan to attend the EHG Information Night on Monday June 18, 2018 @ 7 pm at Canada's Outdoor Park

A volunteer shift at the Embro Highland Games is three hours in length (8 - 11 am, 11 am - 2 pm, 2 – 5 pm.)

All volunteers will receive free entry to the EHG by way of a Gate Pass.

Gate passes will be distributed at the EHG Information Night.

While on volunteer duty, volunteers will be asked to wear a volunteer name badge on a lanyard which must be visible at all times. The identification badges, will be distributed at the start of a shift by the committee chairperson and will need to be returned by the volunteer to that individual at the conclusion of the shift.

While on shift, volunteers can access free bottles of water from the Visitor & Volunteer Services pavilion.

Shirts will be provided to volunteers as a thank you and as a keepsake. They do have to be returned.

No food will be provided to any EHG volunteer and they are encouraged to support options at the venue.

With prior Board approval, committee chairpersons may pay persons for services rendered (such as judging, announcing, etc.), however, such payments will be approved only if it is not feasible for an unpaid volunteer to provide the service.

Community Groups

If the Society finds itself short of volunteers to fill roles at the Embro Highland Games, the Board reserves the right to contact community groups and ask for their assistance. Clear written instructions, numbers of volunteers required, and the amount of the donation to the group will be decided in advance by the Board and negotiated with the community group before service is rendered.

Gate Policy

There will be one gate to access the 50 acres at Canada's Outdoor Park.

The gate will be **"Cash or Pass" for admission.**

Dogs on a leash are allowed on the property. Guests must clean up after their dog.

The above will be clearly communicated on the face page of the Website.

Mileage Policy

Mileage will be paid to Highland Dance Judges & Pipers as per the Scot Dance mileage rates. Officials from the Pipers & Pipe Band Society of Ontario will be reimbursed for mileage according to the rates set out in the PPBSO Contract with ZCS.

For other service providers who, with Board approval, have negotiated mileage payment, the rate is \$0.48/km or a flat fee of \$ 50 whichever is less.



Zorra Caledonian Society Constitution and Bylaws

As approved at the Feb 27, 2017 Annual General Meeting

Article I Name

The name of the Society shall be the “Zorra Caledonian Society” henceforth known as “the Society”. The Society is incorporated as a nonprofit organization under the Corporations Act of the Province of Ontario.

Article II Purpose

The Society is a volunteer community organization formed to recognize the Scottish heritage of the Village of Embro and the Township of Zorra and will do this by:

- 1) hosting the annual Embro Highland Games ;
- 2) hosting a St. Andrew’s Night celebration or other event on a date deemed appropriate by the Board;

Article III Head Office

The head office of the Society shall be deemed to be located in the Township of Zorra, in the Province of Ontario.

Note:

- 1) It is generally accepted that there is no “Head Office” location per se. postal box # 258 is maintained in the Village of Embro to provide a consistent mailing address for the Society.
- 2) Records of the Society are kept at the homes of the Secretary and Treasurer.

Article IV Membership

1) Qualifications for Membership

Any person shall be entitled to be a member of the Society subject to the following conditions:

- a. supports the “Purposes of the Society”;
- b. attainment of the age of 18 years in the year of application;
- c. payment of the annual membership fee.

2) Privileges of Membership

- a. a member shall be entitled to attend, participate and vote at General meetings of the Society;
- b. members may serve on committees;
- c. only those members who are in good standing and were also members in the previous calendar year are entitled to vote at the Annual General Meeting.

3) Responsibilities of Membership

- a. Pay annual membership fee
- b. attend General meetings of the Society;
- c. volunteer to serve on committees;



- d. support, promote and participate in activities of the Society.
- e. promote membership to individuals who support the “Purposes of the Society”
- f. maintain good standing status by following above responsibilities

4) Membership Not for Gain

- a. The corporation shall be carried on without the purpose of gain for its members. Any profits or other accretions to the corporation shall be used in promoting its objectives.

Article V Directors

- 1) The Board of Directors shall consist of a minimum of 10 and up to 14 Directors:
 - a. Up to Twelve (12) Directors are to be elected by the members;
 - b. The elected Directors shall appoint up to two (2) ex-officio Directors from the Membership, one (1) as Secretary and one (1) as Treasurer or one (1) as secretary treasurer.
- 2) The Membership shall elect, at each Annual General Meeting, up to four Directors to serve a term of three years.
- 3) Directors shall be eligible for re-election at the end of their three year term up to a maximum of three consecutive terms.
- 4) In the event of a vacancy occurring on the Board by the death, resignation or by good cause:
 - a. the remaining members of the Board shall have power to appoint any Member of the Society to fill such vacancy;
 - b. when three or more vacancies occur, a Special General Meeting of the Society shall be called and directors elected to fill the vacancies.
- 5) When a Director of the Society has a financial interest, direct or indirect, in any matter in which the Society is concerned, he/she shall disclose the interest and not take part in the consideration or discussion of, or vote on any questions relating to the matter.
- 6) The Board of Directors (the Board) may remove and replace any Director who fails to act or is deemed to act in a manner not consistent with the “Purposes of the Society” after that Director has had a chance to answer the complaint.
- 7) The Board has the power to act on behalf of the Society in all matters, subject to the Bylaws and regulations of the Society.
- 8) Directors shall be held harmless to actions related to their responsibilities as a director as long as they are acting in good faith on behalf of the Society.
- 9) Powers and Duties
In addition to other specific duties and powers assigned elsewhere in these Bylaws, the Board of Directors shall:



- a. take the initiative in preparing general policies and actions for consideration and possible adoption by the membership;
 - b. put into effect all policies and actions approved by the Membership;
 - c. have power to enter into contracts in the name of the Society in accordance with policies and practices approved by the Membership;
 - d. be responsible for the management of the affairs of the Society between General Meetings of the Society.
 - e. shall annually name standing committees or from time to time name special committees to assist with planning and conducting events of the Society.
 - f. shall name Chairs to the various committees.
- 10) The Directors shall review annually and have in place sufficient liability insurance to protect and indemnify the Society, its' Officers, Directors, Members and agents (volunteers) acting on behalf of the Society.

Article VI Executive

- 1) The Executive of the Society shall include: the immediate Past President, President, Vice President, Secretary and Treasurer.
- 2) The position of the immediate Past President is an ex-officio position with voting privileges.
- 3) The positions of President, Vice President and shall be elected by the Board of Directors as soon after each Annual General Meeting as possible and practical.
- 4) The President, Vice President, Secretary, Treasurer and the remaining Directors shall constitute the Board of Directors.

Article VII Duties of Executive

- 1) Executive of the Society is responsible for the safe custody of;
 - a. Documents relating to the operation of the Society;
 - b. At least one copy of the minutes of proceedings, resolutions and Bylaws of the Society;
 - c. Books and records of the Society.
- 2) The Secretary of the Society shall;
 - a. Attend all meetings of the Society and keep accurate minutes thereof;
 - b. In the absence of the Secretary one shall be appointed by the President or Committee Chair in event of a committee meeting.
 - c. Receive and report correspondence of the Society;
 - d. Keep record of,
 - i) All resolutions passed by the Society;
 - ii) All amendments to the Bylaws of the Society;
 - iii) A list of the members of the Society and their addresses;
 - iv) All committee reports
 - v) All annual reports, financial statements and Examiners reports;
 - vi) All correspondence of the Society.
- 3) The Treasurer of the Society shall;



- a) receive all monies paid to the Society and deposit them to the credit of the Society in a chartered bank, as the Board by resolution directs;
 - b) keep the Securities of the Society in safe custody;
 - c) keep or cause to be kept proper books of account or cause to be made entries of all receipts and expenditures of the Society;
 - d) prepare the annual financial statement of the Society;
 - e) prepare reports showing the financial position of the Society as the Board directs from time to time direct.
- 4) Duties of the President;
- a) Preside at all meetings of the Society
 - b) Appoint an alternate Chair of meetings he or she is unable to attend
 - c) Generally oversee and manage or cause to be managed the business of the Society between meetings
 - d) Act as a spokesperson for the Society

Article VIII Meetings of the Society

1) General Meetings

- a. A minimum of two meetings of the Membership of the Society shall be held each year at a time and place as determined by the Board.
- b. A minimum of one (1) weeks' notice of General Meetings shall be given by any means deemed appropriate by the Board.
- c. Ten (10) members shall constitute a quorum;
- d. General Meetings may consider any matters brought to it by the Board;
- e. A simple majority is required to pass votes;
- f. Proxies are not permitted at any General, Annual or Special meeting of the Society;
- g. The Annual General Meeting shall constitute one General Meeting of the Society

2) Annual General Meeting

- a. The Annual General Meeting (AGM) of the Society shall be held, preferably, in the month of February at a place and time as determined by the Board.
- b. At least two weeks' notice of every Annual General Meeting shall be given by general mail delivery or email or other means deemed appropriate by the Board.
- c. Twenty-one (21) members shall constitute a quorum at the AGM;
- d. Only those Members who are in good standing and were also members in the previous calendar year are entitled to vote at the Annual General Meeting;
- e. At the Annual General Meeting:
 - i. The Board shall present a report of the activities and accomplishments of the Society since the last AGM;
 - ii. The Board shall present a detailed statement of receipts and expenditures for the immediate preceding fiscal year and a statement of Assets and Liabilities at the end of the fiscal year, certified by the Examiners;
 - iii. The Directors shall be elected;
 - iv. The Examiners shall be appointed;



- v. The Secretary shall make available a list of eligible voting members;
- vi. Any other item of business as determined by the Board
- vii. A two thirds majority is required to pass votes.

3) Special General Meetings

- a. Special General Meetings may be called from time to time to deal with a specific issue or question brought before the Society.
 - i. At the call of the President.
 - ii. Be requested by any 10 Members by signed petition stating the reason for the call of a meeting.
- b. Notice period shall be thirty (30) days.
- c. Notice including reasons shall be delivered to the members by email or general mail delivery or other means as deemed appropriate by the Board.
- d. Twenty-one (21) shall constitute a quorum.
- e. A two-thirds majority vote is required to pass votes.

4) Board of Directors Meetings

- a. A minimum of four Director's meetings shall be held annually.
- b. Additional meetings of the Board shall be called as determined by the Board to conduct the business of the Society
- c. Meetings of the Board shall be called by the:
 - i. the President;
 - ii. or in the President`s absence, the Vice President;
 - iii. or by any three (3) members of the Board;
- d. Notice of meetings shall be given to all members of the Board at least seven days prior to the time fixed for such meeting.
- e. Meetings of the Board may be held immediately following any Annual, General or Special meeting of the Society without notice.
- f. Fifty percent (50%) of the Board shall constitute a quorum.
- g. Voting
 - i. All Directors are eligible to vote;
 - ii. Simple majority to pass votes.
- h. Emergency meetings may be held the Board by conducting a virtual meeting (telephone or email) providing that:
 - i. A minimum of fifty percent of the Board participates
 - ii. The decision is ratified at the subsequent meeting of the Board

5) Meeting Procedures and Protocols

- a. Generally accepted Parliamentary procedures shall be followed at each meeting to conduct the business of the Society.
- b. Notices of meetings shall include:
 - i. Date, time and location of meeting
 - ii. Agenda and or purpose of meeting



iii. Any other information deemed necessary by the Board

Article IX Committees and Subcommittees

- 1) The Board will annually establish committees and appoint chairs to plan and execute the various aspects of the Embro Highland Games and other functions of the Society.
- 2) Committee members are selected from the membership with the objective of including all members
- 3) All committees are accountable to the Board of Directors.
- 4) Committees submit annual budgets to the Finance committee

Article X Finances

- 1) The fiscal year of the Society shall be from January 1st to December 31st.
- 2) All expenditures in excess of Two Hundred and fifty dollars (\$250.00) that are not included in the budget for the current year shall require approval by a motion passed at a Board meeting of the Society.
- 3) Cheques to disburse the funds of the Society:
 - a. shall bear the signature of one of: the Treasurer, Secretary, President or Vice President.
 - b. Cheques in excess of \$1500.00 shall bear the signatures of two of the above mentioned Officers.
- 4) Financial records of the Society shall be examined by a qualified accountant or examined by two members of the Society appointed at each Annual General Meeting.
- 5) Remuneration - no Officer, Director or Member of the Society shall receive any remuneration for carrying out his or her duties on behalf of the Society except for expenses as authorized by the Board.
- 6) The financial accounts and other books of the society shall be made available for inspection by members upon reasonable request to the President.
- 7) An annual budget shall be prepared and presented for adoption by the Board.

Article XI Changes to the Constitution and Bylaws

- 1) Changes to the Constitution and By-laws of the Society may be made and or adopted, amended or repealed by the Board providing changes are confirmed at an Annual or Special General Meeting held for that purpose.
- 2) Votes to confirm changes to the Constitution and Bylaws require a two thirds majority to pass.

Article XII Dissolution of the Society

- 1) In the event that the Society is to be dissolved, the decision is to be made at a Special General Meeting of the members and resolved by a two thirds majority.
- 2) No Member of the Society shall receive any financial benefit for being a Member of the Society.
- 3) All Accounts Payable and Receivable of the Society shall be resolved.



- 4) All physical assets of the Society shall be sold or donated to nonprofit or charitable organization that has similar goals and objectives and operates in the local community. And similarly, all monetary assets remaining after the business of the Society has concluded shall be donated to a nonprofit or charitable organization.

This concludes the Constitution & Bylaws of the Zorra Caledonian Society.

**Zorra Caledonian Society - Past President Medal Recipients
(Those deceased in 2017 are highlighted)**

Year	President	Received it?
1956	Robert Blair	Yes
1971	Rollie Rutherford	
1973	Wilson McBeath	Yes



1976	Harold Arbuckle	Yes
1977	Jim Strickler	Yes
1979	Wayne Uncer	
1980	John Innes	Yes
1982	Tom Thomson	Yes
1983	William Fleming	Yes
1984	Bob Matheson	Yes
1985	Melvin Matheson	Yes
1987	Ivan Buchan	Yes
1988	Eugene Ross	Yes
1989	Jim Gibb	Yes
1990	Ronald Totten	Yes
1991	Ron Thomson	Yes
1992	Jack Matheson	Yes
1993	Graham Hart	Yes
1994	Bill Matheson	Yes
1995	Fred Howe	Yes
1996	Warren McKay	Yes
1997	Gordon Green	Yes
1998	Rick Innes	
1999, 2010	Ken Minler	
2000	Keith Matheson	Yes
2001	Doug Ferguson	Yes
2002	Dale Ross	Yes
2003	Kevin Fraser	Yes
2004	Ken Ulch	Yes
2005	Alan Normand	Yes
2006	Jim Knudsen	Yes
2007	Paul Weber	Yes
2008	Angus Thomson	Yes
2009	Grant Innes	Yes
2011, 2017	Helen Dowd	Yes
2012	Jim Grieve	Yes
2013	Ron Marshall	Yes
2014	Jamie McPherson	Yes
2015, 2016	Steve MacDonald	Yes