



**BY-LAW**  
**of the**  
**CONCORDIA CLUB**  
**Founded on October 7, 1873**

The following text shall be interpreted to mean either the masculine or feminine member(s), as the case may be.

Because the English text is only a translation from the German, the German text shall prevail in case of any disputes.

- 1. NAME** Pursuant to the Charter granted by the Government of the Province of Ontario the Club carries the name "CONCORDIA CLUB" having its principal offices in the City of Kitchener, in the Province of Ontario. It is a German-Canadian organization devoted to work for the common good. Its business may be conducted in German or English.
- 2. PURPOSE** The purpose of the Club is to promote conviviality among its members. It presents this opportunity to its members by means of gatherings, excursions and other events. Its groups attend to the cultivation of culture, sport, music and the sciences. Foremost the Club is dedicated to the preservation of the German language, customs and traditions.
- 3. MEMBERSHIP** The Club is composed of active, supporting and honorary members.
- a) An active member is one who has paid the predetermined fee in full for active membership for the business year and has the opportunity to belong to one or more of the Club's groups and to use the Club facilities at the appointed times. The use of the farm is also open to active members. The active member is bound by the By-laws and all other Club rules, including those pertaining to the farm.
  - b) A supporting member is one who has paid the predetermined supporting membership fee in full for the current period. Supporting members are not entitled to belong to any of the Club's groups or the use of the farm. A supporting member may merely use some of the Club facilities at appointed times, as well as taking part in particular events. The supporting member must obey the decisions of the Club management.
  - c) An honorary member is one who because of special achievements or services rendered, has been selected and appointed as an honorary member by the Board of Directors. (see also under #18. b).

An honorary member comes from the ranks of active members. Only in special cases may someone else become an honorary member of the Club (e.g. a person holding public office such as mayors, MPPs or MPs, etc.) who have shown themselves to be dedicated to the well-being of the Club. Honorary members are exempt from paying the membership fee.

- d) Any person who has a German background or who is interested in the preservation of German culture and traditions may apply to become a member. (2023) Applications for membership must be filled out on the pre-printed membership application forms. The application must be sponsored by two (2) active members. The name of the applicants are announced and discussed at the following meeting of the Extended Board of Directors or the Board of Directors' meeting. Following discussion, the Board will decide on the acceptance of the applicant.

If an application is rejected by the Board, the President must announce this at the next membership meeting and let the members decide on rejection or acceptance of the application. The decision is made by a majority vote. A rejected application may be re-submitted after six (6) months. The By-laws of the Club must be brought to the attention of the applicant. With the acceptance into the membership, the applicant acknowledges and agrees to be bound by the By-laws of the Club.

#### **4. MEMBERSHIP & INITIATION FEES**

To establish the membership and initiation fees for active members, the following classifications apply:

##### **I. ACTIVE MEMBERS:**

- a) Families;
- b) Single Members;
- c) Students (High school and University, College etc.) and apprentices whose parents are not members;
- d) Members who can provide evidence of uninterrupted active membership for the preceding five (5) years and have attained the minimum age of 65 years (1988);
- e) Spouses of honorary members;
- f) Free membership. In special cases, the Board of Directors may upon application made by two (2) Directors grant a person a free membership for one (1) year. The proposed recipient of such membership is required to complete and sign a regular membership application form before receiving his/her membership card.

Any member who has received the widow's membership discount (senior rate) as of August 2019 will continue to do so.

The business year of the Club commences January 1 and ends December 31. Membership fees are due at the beginning of the year and must be paid no later than April 30 of the current year. Also see Voting Rights under #6.

The membership fees for all categories of members are established at the Semi-annual membership meeting or at a special membership meeting for the following year.

All membership fees are used to cover current expenses. Children of active members do not pay membership fees while they are furthering their education. (Students and apprentices, who study on a full-time basis)

## II) SUPPORTING MEMBERS:

- a) Individuals;
- b) Business and Companies. (1987)

## 5. MEETINGS

Several types of meetings are customary. The meetings of the entire membership of the Club or the groups of the Club are known as membership meetings.

Meetings of Boards and committees are known as committee meetings.

- a) The membership meetings are as follows:

Annual meeting (held in February);  
Semi-annual meeting (held in August);  
Special meetings (as required).

The invitation to the membership meetings are published in the Club Bulletin. The invitation must state the date, time and agenda of the meeting and must be sent out at least seven (7) days prior to the meeting. In case of emergency (postal strike, etc.) the invitation may be published in the newspaper or announced on the radio.

The dates of all membership meetings are set in accordance with the decision of the Board of Directors.

- b) Committee meetings.  
The following committee meetings are customary:
  - I) Executive Committee Meetings (also called main Board of Directors' meetings) are the meetings of the members elected to the Board of Directors; (2023)
  - II) Meetings of the Extended Board of Directors (also called the entire Board of Directors) see # 9.i);
  - III) Committee meetings;
  - IV) Group directors' meetings;
  - V) Group committee meetings.
- c) Voting is being done usually by show of hands and only by secret ballot on special requests.  
  
When a voting member moves to have a secret ballot and the motion is seconded by another voting member and is accepted by the majority of the voting members present, the vote will be held in secret. A simple majority vote decides in this case.
- d) All membership meetings have to take place at the Concordia Club. Another location in the Region of Waterloo may be chosen only in case of emergency.

## **6. VOTING RIGHTS**

Each active member who is 18 years or older and has paid his/her membership fee in full for the business year has the right to vote. (2023)

Dependents of active members, who are eighteen (18) years of age and still continuing their education, may vote. This also applies to students and apprentices whose parents are not members.

Members who have been exempt by the Board of Directors from paying membership fees have full voting rights.

Honorary members have full voting rights. (February 1995)

## **7. ELECTIONS**

- a) Only active members who have been accepted by the Board of Directors at least twelve (12) months prior to the closing of nominations may be elected to the Board of Directors. In case of a dispute, the minutes of the

meeting are governing.

- b) Members who are on the Board of Directors of another German Club may not be elected to the Board of Directors.

Members of the Board of Directors who allow themselves to be elected to the Executive Committee of another German club, must resign from the Board of Directors of the Concordia Club.

- c) It is preferred to have thirteen (13) members on the Board of Directors following the elections. However, if insufficient applications are received, the Board of Directors may consist of a minimum of eleven (11) directors and a maximum of thirteen (13) directors. (2023)

The vacant positions are filled by the candidates with the most votes until either all positions are filled or there are no further candidates. The candidate elected with the fewest votes will serve a term of one (1) year while all other candidates elected will serve a term of two (2) years. (2023)

The membership elects the President by simple majority vote from the Board of Directors for a period of one (1) year.

A candidate for President must have been a member of the Board of Directors for at least one (1) year.

All other executive positions are filled by a majority vote of the Board of Directors.

- d) The swearing in ceremony must take place in the presence of the membership. The Board members promise to do their best for the Club in accordance with the Club's by-laws.

The swearing in has to take place within four (4) weeks following the election and is done by the Past President or a person appointed by him/her.

- e) Should a director resign before his/her term is up, the Board of Directors has three (3) alternatives:

- I) The director's position will be filled by election at the next membership meeting.

- II) The candidate for the Board of Directors who received the most votes at the last election but was not elected can be approached to fill the vacated position until the next annual

meeting.

III) The Board of Directors continues working, without by-elections with no fewer than (nine) (9) members of the Board of Directors until the next annual meeting. (2023)

The decision must be made by a quorum of at least three quarters (75%) of the Board of Directors by simple majority. (2023)

- f) Four (4) auditors elected by the membership audit the books of the Club. At each annual membership meeting the members elect two (2) auditors respectively.

A person must be an active member for at least one (1) year before he/she may be elected as an auditor.

The election by show of hands is established by a simple majority vote. Auditors may not be elected for two (2) consecutive terms.

In case of an early resignation of an auditor, the Board of Directors must arrange for a timely by-election.

The auditors must before each semi-annual meeting and annual meeting and, if necessary, with the help of the chartered accountant of the Club, compare all financial decisions of the Board of Directors with the Club's books and audit them for accuracy. As a committee they also have the right to inspect all Club books and other pertinent documents at any time.

They also audit the groups' books.

They are obliged to present a written report at the membership meeting and may propose improvements at this time.

They move, if everything has been found to be correct, that the membership absolve the Board of Directors of their obligation.

- g) The Nomination and By-law Committee consists of the active Presidents of the groups, the Club's President and Vice-Presidents currently in office, as well as the past Presidents.

This committee accepts nominations for candidates that run for the Board of Directors as well as candidates for the position of auditors as of December 1 of each year.

Nominations must be submitted to the Nomination and By-law

Committee in writing by an active member and be seconded by another active member. The proposed candidate must consent in writing to let his/her name stand for election.

- h) Nominations are closed thirty-six (36) days before the beginning of the annual membership meeting at 12 o'clock noon. (Aug. 1999)

All candidates are to be introduced to the members through the Club's Bulletin before the annual membership meeting.

- i) The Nomination and By-law Committee is further responsible for dealing with and working out proposals for amendments to the By-laws.
- j) The position of Chairman of the Nomination and By-law Committee is held by the immediate past President of the Club.
- k) Re-election of Board members is permissible.

## **8. NUMBER OF BOARD MEMBERS**

The Board of Directors consists of eleven (11) to thirteen (13) members. (2023)

## **9. BOARD OF DIRECTORS**

The order of executive positions is as follows:

President  
1<sup>st</sup> Vice-President  
2<sup>nd</sup> Vice-President  
1<sup>st</sup> Secretary  
1<sup>st</sup> Treasurer  
2<sup>nd</sup> Secretary  
2<sup>nd</sup> Treasurer  
Directors at large. (2023)

- a) The President presides over all Club affairs. He/She accepts all group and committee reports and signs all legal directives.

He/She is an advisory member of all committees by virtue of his/her position.

It is his/her duty to represent the Club to Canadian as well as foreign authorities. Such representation may be delegated by him/her to other members of the Board.

He/She has the deciding vote in case of a tie on the Board of Directors.

The meetings of the Board of Directors and the Extended Board of Directors are convened by the President or his/her representative.

The President appoints the Chairmen of the committees from the ranks of the Board of Directors and consults with them on the composition of their committees. Excluded from this is the Nomination and By-law Committee.

The President has the right to establish new committees and to dissolve existing ones. Excluded from this is the Nomination and By-law Committee.

A club member that does not serve on the Board of Directors may only be appointed to the position of a chairperson of a committee with the consent of the majority of the Board members.

The President has the duty to inform the Board of Directors of all matters pertaining to the Club.

In addition, the immediate Past President of the Club may, as Ex Officio in an advisory capacity without voting rights, belong to the Board for no longer than one (1) year. (2008)

- b) The Vice-Presidents represent the President in his/her absence.
- c) The 1<sup>st</sup> Secretary must keep proper records of the minutes of the membership meetings, handle all correspondence as requested by the Board of Directors and when required, assume the duties of the 2<sup>nd</sup> Secretary.

He/she must ensure that an attendance list is being kept of each membership meeting, which must be attached to the minutes of the meeting. Upon termination of his/her office, he/she must deliver the minute books and all relevant documents in good order to his/ her successor.

In the absence of the 2<sup>nd</sup> Secretary he/she will assume these duties.

- d) The 2<sup>nd</sup> Secretary must keep proper records of the minutes of the main Board of Directors' and Extended Board of Directors' meetings.

In the absence of the 1<sup>st</sup> Secretary he/she carries out his/her duties and also assists him/her wherever possible.



Upon termination of his/her office, he/she must deliver the minute books and all supporting documents in good order to his/her successor.

- (e) The 1<sup>st</sup> Treasurer must manage the Club assets conscientiously. He/she supervises the bookkeeping and reviews the receipts and disbursements.

He/she prepares an annual budget which must be submitted at the annual membership meeting.

The 1<sup>st</sup> Treasurer submits a statement at the annual as well as the semi-annual meetings, as prepared by a chartered accountant.

During the fiscal year, it is his/her duty to inform and advise the Board of Directors on all current financial matters.

The 1<sup>st</sup> Treasurer must be bonded with the Club as the beneficiary. The cost of the bond is paid by the Club.

- f) The 2<sup>nd</sup> Treasurer controls payroll, gratuities, commissions and membership fees. He/she assists the 1<sup>st</sup> Treasurer wherever possible.
- g) Bank signing authority. All cheques and financial documents with the exception of pay cheques must be signed jointly by the President or one of the Vice-Presidents and one of the Treasurers.
- h) The Board of Directors conducts the Club business. Its decisions are binding.

Half of the elected Board of Directors (50%) plus one (1) represents quorum. All decisions are made by simple majority vote. (2023)  
In case of a tie, the President casts the deciding vote. See also #9.a

Capital expenditures in excess of \$60,000.00 (Sixty Thousand Dollars) must be approved by a membership meeting. (2005)

The club committees submit proposals to the Board of Directors for ratification. The committees or their members do not have the right to carry out their decisions without the Board of Directors' approval.

The Board of Directors is responsible for the Club during its term of office.

- i) The Extended Board of Directors consists of all members of the Board of Directors, members of the groups' Board of Directors and committee chairmen.

The groups may send up to three (3) representatives of their group to the meeting of the Extended Board of Directors preferably the President, Vice-President, Treasurer or Secretary. Only the Board of Directors has a vote, however, the President has the prerogative to extend this right at his discretion to all members of the Extended Board of Directors.

All those present at a meeting may participate in discussions of the Extended Board of Directors.

It is the responsibility of the Board of Directors to inform the members of the Extended Board of Directors on all current Club matters.

The representatives of the groups or the committee chairmen are to inform the Extended Board of Directors on all group or committee affairs.

- j) The past Presidents should serve as advisory council to the Board. This council is not part of the Extended Board of Directors and does not send any members to the Extended Board meetings.

This council meets only at the request of the Club President or at least two (2) past Presidents or two (2) members of the Board of Directors. The recommendations of this council must be put on the agenda of the next Board meeting, discussed and voted on.

- k) Upon termination or resignation of their term in office all members of the Board, group Boards of Directors and committee chairmen are required to forward all Club related documents to their successors before the next meeting.

- l) Real Estate owned cannot be bought or sold by a decision of the Board of Directors.

Proposals to buy or sell real estate must be published in the agenda and a motion be voted on at a membership meeting with a minimum of one hundred (100) paid-up members who are in good standing. In order for a motion to pass a two-thirds (2/3) majority is needed.

## **10. COMPLAINTS, SUSPENSIONS, EXPULSIONS**

- a) Complaints on the part of a member must be submitted to the Board in writing.
- b) A club member who has acted in a disorderly manner (drunkenness, fighting, etc.) may be punished by the Board by being suspended from

the Club. The duration of such suspension is established by the Board.

The suspended member has the right to appeal the suspension in writing within ten (10) days. This appeal must be dealt with at the next meeting of the Extended Board. If the member does not appear at this meeting, the suspension becomes effective immediately.

The decision of the meeting of the Extended Board (simple majority) is binding.

The suspension may be in relation to Clubhouse facilities and surrounding property or the Club farm or both but should be decided by the Board prior to suspension.

Such suspension is recorded in the membership file by the chairman of the membership committee. Three (3) suspensions will result in automatic expulsion of the member.

- c) A member who purposely violates Club By-laws, openly runs down the Club, ruins the reputation of the Club or inflicts any damage to the Club, may have expulsion proceedings started by the Board. The reasons must be submitted in writing to the Board by an applicant. The member must be informed in writing of the particulars leading to expulsion proceedings.

- I) An accused member has the right to appeal the recommendation, in writing, within twenty (20) days of the decision and commencement of expulsion proceedings. An accused member must be given the opportunity to defend himself at the next meeting of the Extended Board.

The meeting of the Extended Board then discusses the case in the absence of the member and arrives at a decision.

An expulsion must be decided by a two-thirds (2/3) majority.

- II) If the member does not agree with the decision of the Extended Board, he/she may write a letter to the Board requesting to be heard at the next membership meeting. This request must be granted by the Board.
- III) The membership meeting may nullify the expulsion decision with a two-thirds (2/3) majority of the members present by secret ballot.
- IV) Expelled members may not recover their Club membership even

at a later date.

- d) A motion of non confidence may be submitted in writing by at least three (3) members, against a member of the Board, a member of the Extended Board, or a committee chairman, who has allegedly harmed the Club.
- I) The President must put the motion on the agenda of the next meeting of the Extended Board. The accused director must be given the chance to defend himself at that meeting. In the absence of the director, the matter is to be discussed and put to a final decision.
  - II) If the motion is accepted by a two-thirds (2/3) majority of the Extended Board, the member must vacate his position until the next membership meeting.
  - III) The accused member must be given the right to defend himself/herself at the next membership meeting.
  - IV) The membership decides by secret ballot if the accused director may retain his/her position or must resign. A dismissal as director requires the support of two-thirds (2/3) of the voting members present.
  - V) The member may resign his/her position before the meeting of the Extended Board of Directors or before the membership meeting. The motion of non-confidence is terminated upon resignation.

## **11. BENEFITS**

In case of unemployment or illness, a member may upon application be excused from paying his/her fees. The Board of Directors will decide this.

## **12. CHANGES OF BY-LAWS**

Changes of By-laws must be proposed during a membership meeting (1<sup>st</sup> reading). The proposed changes must appear in the Club Bulletin following that membership meeting.

In a second meeting, the proposed changes are read again (2<sup>nd</sup> reading). After the second reading a motion to accept the changes may be made. A two-thirds (2/3) majority vote of the voting members present is needed to pass the proposed change.

## **13. FACILITIES**

All active members, who pay their fees regularly, as well as honorary

members, have the use of all Club facilities.

#### **14. DISSOLUTION**

The Club may not be dissolved as long as there are one hundred (100) paid-up members in good standing.

The following is the dissolution process: Proposal to dissolve the Club must be published in the agenda and a motion be voted on at a membership meeting. In order for the motion to pass, a two-third (2/3) majority of the total membership is needed.

For example:

If there are ninety-nine (99) paid-up members in good standing, sixty-six (66) votes in favour of the motion are needed.

Not all paid-up members in good standing need to be present at the membership meeting. Votes by proxy are not permitted.

Upon dissolution, the net assets of the Club may be applied in whole or in part to or for the benefit of the remaining membership.

#### **15. CLUB GROUPS**

- a) If several active members wish to establish a Club group, they must apply to the Board of Directors for approval.
- b) Each group of the Club may establish its own By-laws as long as these By-laws do not contravene the By-laws of the Club or the laws of the country and are not directed against any other Club group. Such By-laws must be submitted to the Board of Directors for approval.
- c) A Club group must elect its own Board consisting of at least three (3) active members: President, Secretary and Treasurer.

Every member of a group must be a paid-up member of the Concordia Club.

- d) The financial books of the groups may be examined at any time by the Club Treasurer.
- e) Expenses that are in excess of the sum established by the Club Board of Directors need to be approved by the Board of Directors before being incurred.
- f) The property of all groups is the property of the Club. If a group dissolves, the property of the group remains the property of the Club.

- g) The Treasurers of the groups are required to submit an accurate financial report to the Extended Board at each monthly meeting.
- h) The financial books of the groups must be audited before each ordinary membership meeting by the elected Club auditors, the result of which is reported to the membership meeting.
- i) In the area of youth work, the groups are allowed to accept people under sixteen (16) years of age.

## **16. MISCELLANEOUS**

- a) (eliminated)
- b) No member or their guest(s) may take alcoholic beverages into the Club house. Violators may be expelled immediately.
- c) Games of chance or other gambling in the Club rooms are strictly prohibited, unless licensed by the proper authorities.
- d) Every member should consider it his/her responsibility not to discuss Club information outside of the Club.
- e) Club employees cannot be elected to the Board.
- f) The wife or husband of a member of the Board of Directors cannot be employed by the Club. (Oktoberfest days are an exception)  
The same rules apply to common law couples.
- g) A member of the Board cannot also be an employee of the Club except for the duration of Oktoberfest.  
If a Board member is asked to take the position of an employee and accepts, this person has to take leave of absence or resign from the Board of Directors.
- h) Applications, interpretations and definitions to various points of the Concordia Club By-laws may be found in the STANDING ORDERS of the Concordia Club.

## **17. DESIGNATIONS**

When the designations active member, supporting member, honorary member, Board of Directors, President, Vice-President, Secretary, Treasurer and membership meeting are used in these (By-laws), they denote: active members, supporting members, honorary members, Board of Directors, President, Vice-President, Secretary, Treasurer and membership meeting of the Concordia Club and should not be confused

with the same designations in the groups.

## 18. HONOURS

- a) The following honours are bestowed when a member has attained a certain number of years:
- I) The 10-year pin to active members who have belonged to the Club for ten (10) consecutive years.
  - II) The 25-year pin with an oak leaf wreath to active members who have belonged to the Club for twenty-five (25) consecutive years.
  - III) A pin as well as a gift of appreciation to active members who have belonged to the Club for forty (40) consecutive years. (2010)
  - IV) A ring or a pendant with the Concordia Insignia to active members who have belonged to the Club for fifty (50) consecutive years.
  - V) A gift of appreciation to active members who have belonged to the Club for sixty (60) consecutive years.
- b) After careful consideration and stating reasons for doing so the membership committee and members of the Board may propose a member to be nominated as an honorary member.
- The proposal has to be tabled at a meeting of the Board of Directors and the Board members may elect to accept, defer or reject the proposal.
- The decision must be made by quorum of at least three quarters (75%) of the Board of Directors. (2023)
- For a member to be appointed an honorary member at least two-thirds (2/3) of the Board members present must vote in favour of the motion. (1989)
- A person named as an honorary member receives a gold pin with an oak leaf and a certificate. (see also under #3. c)
- c) Membership of under age family dependants do not qualify as active membership years.

Exceptions are such family dependants who have been or are active members of a youth group. Years of active participation in a youth group will be counted as active membership years.

- d) It is up to the discretion of the Board of Directors to present special honours. (Merit pins, honorary plaques, etc.)

**Updated November 2023**