

Special Resolution

I hereby certify that the following special resolution was passed at a meeting of the members of

Alaska sled dog

Come Kayak Association on November 29th, 2008.

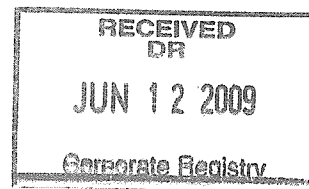
The bylaws were changed as follows:

- The existing bylaws are repealed and replaced with attached bylaws (as attached).

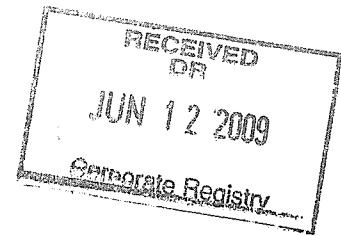
Date: *June 6, 2009*

Signature: *Judi Frank*
Judi Frank

Title: *President*



Alberta Slalom Canoe Kayak Association – Society Bylaws



1. NAME

The name of this voluntary provincial not-for-profit association shall be the Alberta Slalom Canoe Kayak Association hereinafter referred to as ASCK or Alberta Slalom Canoe/Kayak.

2. MEMBERSHIP

Individuals, residing in Alberta, having an interest in the sport of slalom and supporting the objects of Alberta Slalom Canoe/Kayak may become a member upon payment of an annual fee which is set or reviewed at every Annual General Meeting.

A member may be expelled from membership by a majority vote/special resolution at an annual or special meeting.

Any member wishing to resign from ASCK can do so in writing to the secretary.

Members must sign a waiver of responsibility/liability.

If a member has not paid the membership fee for any given year they will cease to be a member until the fee is paid.

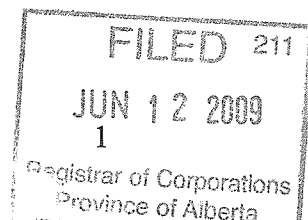
3. MEETINGS

The Annual General Meeting shall be held in October or November of each year. At the annual general meeting the outgoing executive shall present the annual report containing a summary of the society activities during the previous year and the audited financial statements. The new executive shall be elected and shall serve until their successors are elected and installed. The executive shall appoint any member of the society to fill any vacancy occurring during the year. Any member of the society shall be eligible to run for any executive position. Quorum at the annual general meeting shall be 8% of the membership at the date of the meeting.

Special General Meetings are meetings of all the members called between annual general meetings to deal with specific business. The society may hold a special general meeting whenever the president considers it necessary or if the president receives an email or written request signed by at least one-third of the members at the time of the request. Requested special general meetings must be held within 30 days of the request. Quorum at special general meetings is 50 % of the membership at the date of the meeting.

Members shall be notified of annual general and special general meetings by email (or by phone by special request) at least 21 days prior to the meeting. The notice will also be posted on the website, stating the reasons for calling the meeting and any special resolutions to be considered at the meeting.

The Annual General Meeting shall be the only General Meeting of Members of the Association.



4. BOARD OF DIRECTORS

Board of Directors, Executive Committee or Board, shall mean the Board of Directors of ASCK.

The Board shall, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the society, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President. A special meeting may be called on the instructions of any two members provided they request the President in writing to call such meeting, and state the business to be brought before the meeting. Meetings of the Board shall be called by 7 days notice in writing (letter or electronic) to each member or by three days notice by telephone. Any four members shall constitute a quorum, and meetings shall be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.

A person appointed or elected a director becomes a director if they were present at the meeting when being appointed or elected, and did not refuse the appointment. They may also become a director if they were not present at the meeting but consented in writing to act as director before the appointment or election, or within ten days after the appointment or election, or if they acted as a director pursuant to the appointment or election.

Directors and officers may be removed from the Board of Directors by a two thirds majority vote of current board members.

PRESIDENT

The President shall be ex-officio a member of all Committees. He/she shall, when present, preside at all meetings of the society and of the Board. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside

SECRETARY

It shall be the duty of the secretary to attend all meetings of the society and of the Board, and ensure proper minutes and records are kept at all meetings and to circulate copies to the Board of Directors and any ASCK member upon request. The Secretary shall have charge of all the correspondence of the society and be under the direction of the President and the Board.

The Secretary shall also keep a record of all the members of the society and their addresses, send all notices of the various meetings as required, and collect and

receive the annual dues or assessments levied by the society. Such monies shall be promptly turned over to the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as required.

TREASURER

The Treasurer shall receive all monies paid to the society and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He/she shall properly account for the funds of the society and keep such books as may be directed. He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the annual meeting a statement duly audited of the financial position of the society and submit a copy of same to the Secretary for the records of the society. The Office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.

1. TERMS OF OFFICE

Position	Term	Election Year	Odd/Even
President	2 years	Begin odd year	
Vice-President	2 years	Begin odd year	
Treasurer	2 years		Even
Secretary	2 years		Odd
Director-at-Large	2 year		Odd
Director-at-Large	2 year		Even
Athlete Representative	1 year		Every

BOARD VACANCY

A Director’s position shall be vacated:

- a. Upon the director’s resignation in writing deliver to the Board of Directors;
or
- b. If the Director is absent from two consecutive meetings during an operational year (Annual General Meeting to Annual General Meeting); or
- c. By a two thirds majority vote of the Board of Directors; or
- d. If the Board Member during their term of office ceases to have their primary residence the province of Alberta.

5. AUDITING

The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the society elected for that purpose at the Annual Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the society. The fiscal year of the society in each year shall be January 1 to December 31.

Any member may inspect the books and records of the society at any meeting of the society.

6. VOTING

Any member who has not withdrawn from membership nor has been neither suspended nor expelled shall have the right to vote at any meeting of ASCK. There shall be no voting by proxy at any meeting of ASCK.

7. REMUNERATION

Unless authorized at any meeting and after notice for same shall have been given, no officer ~~or member~~ of the association shall receive any remuneration for his/her services. *or director*

8. BORROWING POWERS

For the purpose of carrying out its objects, the society may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the society, and in no case shall debentures be issued without the sanction of a special resolution of the society.

9. BYLAWS

The Bylaws may be rescinded, altered or added to by a "Special Resolution", passed by a majority of the members. A notice of this intention must be sent to the membership 30 days prior before voted upon.

10. THE SOCIETY SEAL

This society will not have a Society Seal.

11. DISSOLUTION

In the event that ASCK should dissolve, all of the ASCK assets would be transferred to the Alberta Whitewater Association.

Dated: February 4, 2004

Amended: December 10, 2006

Amended: November 29, 2008

Amended: June 5, 2009