

XXX Kayak/Canoe Club – Society Bylaws

1.0 NAME

The name of the Society is the XXX Kayak Club, also known as or referred to as XXX C/K or the Society. XXX C/K operates as a canoe/kayak club for southern/northern/eastern/westcentral Alberta.

2.0 MEMBERSHIP

2.1 Any person residing in Alberta, having an interest in the sport of kayaking or canoeing and supporting the objects of the Society may become a member upon payment of a fee.

Members must sign a Waiver or Acknowledgement of Risk, depending on their age.

A Member 18 years of age or older may become a voting member. Any person under the age of 18 years or living outside the Province of Alberta may become a non-voting member.

Members in good standing are entitled to receive notice of meetings, attend any meeting of the Society, speak at any meeting, exercise other rights provided in these bylaws, participate in XXX C/K programs and events upon payment of the appropriate fees.

Voting members can only vote in person.

2.2 The fee of the Society shall be set or reviewed by the members at every Annual General Meeting. 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.

2.3 Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary.

Any member upon a majority vote of all members of the Society may be expelled from membership for any cause which the Society may deem reasonable.

3.0 MEETINGS OF THE MEMBERSHIP

3.1 This Society shall hold an Annual General Meeting on or before December 31st of each year, of which notice by e-mail shall be sent 21 days prior to the date of the meeting.

At this meeting there shall be elected a President, Vice-President, Secretary, Treasurer, (or Secretary-Treasurer) and up to 2 Directors-at-large. These officers shall make up the Board of Directors of the Society.

3.1.1 Attendance by at least 20% of the Voting Members at the Annual General Meeting is a Quorum. If sufficient members are not present to meet Quorum at the set time, the President will adjourn the meeting for 30 minutes to allow for additional members to join the meeting. If quorum is not achieved after the set adjournment time, the Annual General Meeting will proceed with the members in attendance.

3.1.2 A person elected as a director or officer becomes a director or officer if they were present at the meeting when being elected, and did not refuse the appointment or if they were not present at the meeting but consented to act as director or officer before the election, or within ten days after the election. These officers and directors so elected shall form the Board and shall serve until their successors are elected and installed. Any vacancy occurring during the year may be filled at a Board meeting, provided it is so stated in the notice calling such meeting.

3.2 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 or Secretary receives a request signed by one-third of the members, setting forth the reasons for calling such meeting. Within 4 days of such a request, a meeting notice shall be sent by email to all members giving a minimum 21 day advance notice. The meeting 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. If sufficient members are not present to meet Quorum at the set time, the President will adjourn the meeting for 30 minutes to allow for additional members to join the meeting. After the set adjournment time, the Special General Meeting will only proceed if 25% of the voting members are in attendance.

4.0 BOARD OF DIRECTORS

4.1 Board of Directors or Board (see 4.1), shall mean the Board of Directors of the Society. The Board governs and manages the affairs of the Society. The Board shall, subject to the bylaws or directions given it by the majority vote at any General Meeting, have full control and management of the affairs of the Society.

4.2 Meeting of the Board shall be held as often as required but at least once every six months (not necessarily in person) and shall be called by the President. A Special Board meeting may be called on the instructions of any two members provided they request the President to call such meeting and the reason for the meeting are stated. Quorum for a Board meeting is 50% of the Board members.

4.3 The Board may hire paid staff or contract out tasks to assist the Board in meeting the objects of the Society. Staff and contractors work under the direction and supervision of the Board.

4.4 Any director or officer, upon a majority vote of all members in good standing, may be removed from office for any cause which the Society may deem reasonable.

4.5 PRESIDENT

The President shall be an 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.

4.6 SECRETARY

It shall be the duty of the Secretary to attend all meetings of the Society and of the Board, and to keep accurate minutes of the same. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall work 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 any annual membership dues. Such monies shall be promptly turned over to the Treasurer for deposit in the Society's financial institution.

4.7 TREASURER

The Treasurer shall receive all monies paid to the Society and be responsible for the deposit of same in whatever financial institution the Board decides. Other duties include:

- account for the funds of the Society and keep records as appropriate
- prepare financial statements for the Board when requested and for the Annual General Meeting 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.

5.0 THE SEAL OF THE SOCIETY

The Society will not have a Seal.

6.0 FINANCE & AUDITING

6.1 The signing authorities of the Society are decided at the Annual General Meeting. Two signatures are required on all cheques.

6.2 The books, accounts and records of the Secretary and Treasurer shall be audited once a year by two members of the Society. These auditors will be appointed at the Annual General Meeting; they must not have been signing authorities of the previous Board.

6.3 The fiscal year of the Society in each year shall be January 1 to December 31.

6.4 The books and records of the Society may be inspected by any member of the Society at the Annual Meeting or at any time upon giving reasonable notice. Each member of the Board shall at all times have access to such books and records.

6.5 For the purpose of carrying out its objects, the Society may borrow money or raise funds in such manner as it sees fit.

7.0 REMUNERATION

7.1 No Member, Director or Officer of the Society receives any remuneration for services as a Director or Officer unless authorized at any meeting and after notice for same shall have been given.

Reasonable expenses incurred while carrying out duties of the Society may be reimbursed upon Board approval.

8.0 AMENDING THE BYLAWS

The Bylaws may be rescinded, altered or added to by a "Special Resolution" as defined by the Societies Act.

9.0 DISTRIBUTING ASSETS AND DISSOLVING THE SOCIETY

The Society does not distribute its property among its Officers, Directors or Members.

If the Society is dissolved, any funds or assets remaining after paying all debts, will be paid to the Alberta Whitewater Association or another registered not for profit paddling society in southern Alberta.

Dated: Month/Day/Year