

Cold Lake Sailing Association

Bylaws

General

1. In these Bylaws unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural member or the feminine gender as the case may be and vice-versa, and references to persons shall include firms and corporations.
2. Where the word “Association” occurs in these Bylaws it shall mean the Cold Lake Sailing Association.
3. Where the word “Committee” occurs in these Bylaws it shall mean the Executive Committee of the Association.

Membership

4. Membership fee and membership category in the Association shall be determined from time to time by the members. Any person being the full age of eighteen (18) years may become a member upon application in writing and payment of the fee .
5. If any member is in arrears for any fees or assessments assessed by the Association for any year such member in default may be suspended by the Executive Committee and therefore be entitled to no membership privileges or powers in the Association unless reinstated.

Member’s Rights and Obligations

6. A member in good standing is entitled to participate in all activities of the Association, to attend all General and Special meetings and to vote in person at any meeting.
7. A member is obligated, in connection with Association activities, to act in a sportsmanlike manner and in the best interests of the Association.

Withdrawal and Expulsion

8. A member may withdraw from the Association upon giving notice to the Committee, either verbally or in writing, including electronic mail (e-mail).

9. A member may be asked to withdraw, be suspended for a specified period, or be expelled by the Committee if the member's conduct is found to be improper, unbecoming, unsportsmanlike, or injurious to the Association. Such action by the Committee shall not be taken until the member has been given an opportunity to be heard.

Executive Committee

10. The Association shall be governed by an Executive Committee, comprised of five (5) directors elected annually by the membership, which shall have full control and management of the affairs of the Association subject to the bylaws, rules, standard operating procedures, and directions given it by a majority vote at any Association meeting properly called and constituted.

11. The directors of the Executive Committee shall be the President/Commodore, Vice-President/Vice-Commodore, Secretary-Treasurer, Race/Regatta Director and Fleet Director. Such members shall assume and acquire all the rights and privileges of the Association upon being elected to such positions and shall hold office until a meeting is convened for election purposes. A person elected an executive member becomes such if he was present at the meeting when being elected, and did not refuse the appointment. He may also become an executive member if he was not present at the meeting but consented in writing to act as such a member before the election or he acted as such a member pursuant to the election.

12. Any executive member upon a two thirds (2/3) majority vote of all members of the Association present and in good standing at any Special meeting properly called and constituted may be removed from the Committee prior to the expiration of his term and a member elected in his stead for the remainder of his term. In an emergency situation the Commodore may remove an executive member from the Committee subject to ratification by the membership.

13. An Executive member may withdraw from the Committee by giving written notice to the Committee.

14. The Committee shall promptly fill any vacancy arising within itself by appointing a member in good standing as an executive member subject to ratification by the Association membership.

15. Any voting member in good standing may hold an executive position in the Association.

16. A quorum for a meeting of the Committee shall consist of three (3) executive members

17. In governing the Association the Committee shall have the power to:

- set fees and assessments and establish membership categories for approval by members
- regulate, control, and disburse funds
- make purchases of and sell assets
- contract with third parties
- settle complaints of members, discipline members, and suspend and terminate members
- publish and enforce rules and standard operating procedures approved by members

Commodore/President

18. The Commodore shall enforce the bylaws, rules, and standard operating procedures and generally supervise the affairs of the Association. He shall ensure that complaints and/or disputes from members are handled in a timely, just, and fair manner and shall make the final decision to resolve disputes. He shall be ex-officio a member of all sub-committees created by the Committee to carry out specific functions or activities of the Association. He shall, when present, preside at all meetings of the Association and of the Committee. In his absence, the Vice-Commodore shall preside at such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

Secretary-Treasurer

19. It shall be the duty of the Secretary-Treasurer to attend all meetings of the Association and of the Committee, and to keep accurate minutes of the same. He shall keep a record of all members of the Association and their addresses, and send all notices of the various meetings as required. He shall collect and receive all monies paid to the Association and be responsible for the deposit of same in the Association bank account. He shall properly account for the funds of the Association and keep such books as may be directed. He shall present a full detailed account of receipts and disbursements to the Committee whenever requested and shall prepare for submission to the Annual General Meeting and for the records of the Association a complete and proper, duly audited statement of the books for the previous year setting out income, disbursements, assets and liabilities of the Association.

20. The Secretary-Treasurer shall have charge of all the correspondence of the Association and be under the direction of the Commodore and the Committee. In case of the absence of the Secretary-Treasurer his duties shall be discharged by such member as may be appointed by the Committee.

21. The office of the Secretary-Treasurer may be filled by two persons if any annual meeting for the election of executive members shall so decide.

Auditing

22. The Committee shall appoint a sub-committee of two (2) voting members of the Association in good standing to act as auditors of the accounts and annual financial statement; except that, upon a resolution by the majority of members in good standing at a general or special meeting, an independent auditor may be appointed for a specific purpose and time.

23. The fiscal year of the Association shall end on the 30th day of September of each year.

24. The books and records of the Association may be inspected by any member at the Annual General meeting or anytime upon giving reasonable notice and arranging a time satisfactory to the Secretary-Treasurer. Each

member of the Committee shall at all times have access to such books and records.

Meetings

25. The Association shall hold an Annual General meeting on or before the last day of November in each year. At this meeting an Executive Committee shall be elected to take office immediately following the meeting.

26. Notice of Annual, Special, and General Meetings of the Association shall be given personally or in writing to the last known address of each member and shall be sent 10 days prior to the date of the meeting by post or electronic mail (e-mail).

27. Meetings may be called at any time by the Commodore. Special meetings may also be called on the instructions of any three (3) executive members, or upon request of a petition signed by one-third (1/3) of voting members in good standing, provided they request the Commodore in writing to call such meeting, and state the business to be brought before such meeting.

28. Meetings of the Committee shall be called upon five (5) days notice by fax or electronic mail , or two(2) days notice by telephone.

29. For Annual, General, and Special meetings eight(8) members in good standing and entitled to vote shall constitute a quorum. This number shall include members of the Executive.

30. The Committee may hold it's meetings at such places within the Province of Alberta as it may from time to time determine. No formal notice of such meeting shall be necessary if all executive members are present or if those absent have signified their consent to the meeting being held in their absence.

Voting

31. Any member in good standing shall have the right to vote at any meeting

of the Association. Such votes must be made in person and not by proxy or otherwise and voting shall be by a show of hands. By a majority vote of the members in good standing any issue including an election issue may be decided by a secret ballot. The presiding officer shall not vote except to break a tie. Executive members are entitled to vote at all meetings.

Remuneration

32. Unless authorized at any meeting and after notice of the same have been given, no executive member or member of the Association shall receive any remuneration for his services.

Borrowing Powers

33. For the purpose of carrying out its objects, the Association 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 Association, and in no case shall debentures be issued without the sanction of a special resolution of the Association.

Bylaws

34. These bylaws may be rescinded, altered or added to by a Special Resolution of the Association in accordance with the Societies Act of Alberta.

35. No rescission of or amendment to this bylaw has effect until it has been filed with Alberta Corporate Registry.

Dissolution

36. Upon the dissolution of the Club and after payment of all debts and liabilities, the net assets or property remaining of the Association shall be transferred in trust to the municipality until such time as the assets can be transferred from the municipality to a charitable organization or community purpose approved by the Committee.

Approved: _____

Date: _____

Dated: _____

Signature _____ Address _____

Print Name _____ City/Town Province _____ Postal Code _____

Signature _____ Address _____

Print Name _____ City/Town Province _____ Postal Code _____

Signature _____ Address _____

Print Name _____ City/Town Province _____ Postal Code _____

Signature _____ Address _____

Print Name _____ City/Town Province _____ Postal Code _____

Signature _____ Address _____

Print Name _____ City/Town Province _____ Postal Code _____

Witness

Signature _____ Address _____

Print Name _____ City/Town Province _____ Postal Code _____

