

BYLAWS  
AIRDRIE CURLING CLUB

**1. MEMBERSHIP**

1. Any person being of the full legal voting age, may become a voting member of the Airdrie Curling Club upon payment of the membership fee.
2. Any member who has paid his/her membership fees is entitled to:
  - 2.1. Receive notice of the Annual General Meeting and other specifically called meetings of the Airdrie Curling Club;
  - 2.2. Attend any meeting of the Airdrie Curling Club;
  - 2.3. Speak at any meeting of the Airdrie Curling Club;
  - 2.4. Have one vote at the Annual General Meeting of the Airdrie Curling Club; and
  - 2.5. Exercise other rights and privileges given to members in these bylaws.
3. The Board, at a special meeting, may suspend a member's membership for a period of time to be determined by the Board for one or more of the following reasons:
  - 3.1. If the member has failed to abide by the bylaws;
  - 3.2. If the member has disrupted meetings or functions of the Airdrie Curling Club; or
  - 3.3. If the member has done or failed to do anything judged to be harmful to the Airdrie Curling Club.
4. Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary. All voting rights shall be immediately forfeited upon withdrawal.

**2. FEES**

- 2.1. Membership fees in the Airdrie Curling Club shall be reviewed and revised as required by the Board of Directors.
- 2.2. The annual curling fees are due registration night for curling in a league. At the discretion of the Board of Directors, curling privileges may be revoked if fees aren't paid.

*Amendment to Read: 2.2 Annual curling fees shall be paid in full by the registration deadline as determined by the Board. Payment shall be made either electronically or in person at the Airdrie Curling Club. At the discretion of the Board, curling privileges may be revoked if fees are not paid.*

### 3. THE BOARD OF DIRECTORS

- 3.1. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the Airdrie Curling Club.

Amendment to read: 3.1.i. Executive Committee or Board is separate and distinct to the Board of Directors shall mean Executive Board of Officers or Executive Committee.

- 3.2. 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 Airdrie Curling Club, and meetings of the Board shall be held as often as may be required, but at least once every two months and shall be called by the President. A special meeting may be called on the instructions of any two (2) members provided they request the President in writing to call such meetings, and state the business to be brought before the meeting. Meetings of the Board shall be called by three (3) days' notice by e-mail, fax or telephone. Any six (6) 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.

Amendment to read: 3.2. The Board and Executive Committee shall, subject to the bylaws or directions given by majority vote at any properly called and constituted meeting, have full control and management of the affairs of the Airdrie Curling Club. Regular Board meetings shall be held as needed but no less than once every 3 months and may be called by the President with at least three (3) days' notice by email, fax, or telephone. A special meeting may be called at the written request of any two (2) members stating the business to be discussed. Six (6) members shall constitute a quorum. Meetings may be held without notice if a quorum is present, but any business transacted must be ratified at the next regular meeting or it will be null and void. The Executive Committee shall meet in person or on line, no less than once every 2 months as needed by the operation requirements or management of the Airdrie Curling Club and follow the mandate required of the Board.

- 3.3. 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.
- 3.4. Any director or officer, upon a majority vote of all Board members, may be removed from office for any cause which the Airdrie Curling Club may deem reasonable.
- 3.5. Officers of the Airdrie Curling Club shall be comprised of a President, Vice-President, Secretary, and Treasurer with the previous President assuming the office of Past President.

Amendment to read: 3.5 Officers of the Executive Committee of the Airdrie Culring Club shall be comprised of a President, Vice President, Secretary, and Treasurer with the Past President residing when called upon or when required by circumstance.

- 3.6. A Director must be of full legal voting age, effective the date of assuming office.
- 3.7. On any question to be put to a vote at a meeting of the Board of Directors of the Airdrie Curling Club, each Board member shall have one vote, except the President which is cast only in the event of a tie vote.
- 3.8. The Board of Directors of the Airdrie Curling Club shall be responsible for hiring and managing any staff in areas approved by the Board.

Amendment to read: 3.8 The Executive Committee of the Airdrie Curling Club shall be responsible for the hiring and managing any staff in areas approved by the Board of Directors. Day-to-day operations of the facility and staff will be managed by the General Manager and reported to the President.

- 3.9. It shall be the duty of the elected Directors to appoint the positions of Vice President, Secretary and Treasurer of the Airdrie Curling Club.

#### **4. PRESIDENT**

- 4.1. The President shall be an Ex Officio Member of all committees associated with the Airdrie Curling Club. He/She shall when present preside at all meetings of the Airdrie Curling Club Board of Directors. In his/her absence, the Vice President will preside. In the absence of both, a chairperson may be elected at the meeting to preside.

Amendment to read: 4.1 The President shall be an Ex Officio Member of all committees associated with the Airdrie Curling Club. He/she shall when present preside at all meeting of the Airdrie Curling Club Board of Directors and Executive Committee. In his/her absence, the Vice President, Secretary or Treasurer will preside. In the absence of any Executive committee member an elected Board of Directors member may preside.

#### **5. SECRETARY**

- 5.1. It shall be the duty of the Secretary to attend all meetings of the Airdrie Curling Club Board of Directors, and to keep accurate minutes of the same. He/she shall have charge of the Seal of the Airdrie Curling Club which whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of the death or inability of either to act, by the Vice-President. 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 have charge of all the correspondence of the society and be under the direction of the President and the Board.

Amendment to read: 5.1 It shall be the duty of the Secretary to attend all meetings of the Airdrie Curling Club Board of Directors, Executive Committee and to keep accurate minutes of the same. All minutes are to be kept in the Minute book and held in the Main Office of the Airdrie Curling Club. He/she shall have charge of the Seal of the Airdrie Curling Club which whenever used shall be authenticated by the signature of the Secretary and President, or, in the case of the death or inability of either to act, by the Vice President. In case of the absence of the Secretary or his/her duties shall be

discharged by such officer as may be appointed by the Board of Directors. The Secretary shall have charge of all the correspondence of the society and be under the direction of the President and the Board of Directors.

- 5.2. The Secretary shall also keep a record of all the members of the Airdrie Curling Club, their addresses and send all notices of the meetings as required.

## **6. TREASURER**

- 6.1. The Treasurer shall receive all monies paid to the Airdrie Curling Club 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 Airdrie Curling Club 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 Airdrie Curling Club and submit a copy of same to the Secretary for the records of the Airdrie Curling Club. 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.

Addition to read: 6.2 The Treasurer will work with the General Manger to provide accurate and up to date budgets, payment of bills as well as day-to-day management that requires financial approval or banking correspondence of the Airdrie Curling Club. All communications shall be disclosed to the President by either the General Manger or Treasurer in a timely manner.

## **7. TERM OF DIRECTORS**

- 7.1. The basic term of office for each Director shall begin at the start of the new Fiscal year and shall terminate three (3) years from his/her election to the Board. Outgoing Directors shall be permitted to stand for re-election at the end of their term.
- 7.2. Terms of office for the President, Vice President, Secretary and Treasurer will be two (2) years. These positions would be allowed to stand for reappointment following the term.

Amendment to read: 7.2 Terms of office for the President, Vice President, Secretary and Treasurer will be two (2) years. These positions would be allowed to stand for reappointment following the term. The position of President, and Treasurer, both or either will be off-set by one year of the Vice President and Secretary positions or both or either.

## **8. PAYMENT OF DIRECTORS OR OTHER PERSONS**

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

## **9. PROTECTION OF DIRECTORS**

- 9.1. Every Director of the Airdrie Curling Club or other person who has undertaken or is about to undertake any liability on behalf of the Airdrie Curling Club and their respective

heirs, executors and administrators and estates and effects, shall from time to time and at all times be indemnified and saved harmless, out of the funds and/or insurance of the Airdrie Curling Club from and against:

9.1.1. All costs, charges and expenses whatsoever which such Director, officer, or other person sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him for and in respect of any act, deed, matter or things whatsoever made, done, or permitted by him/her in or about the execution of the duties of his/her office unless sustained or incurred through his/her own dishonesty, willful neglect or default.

9.2. No Director of the Airdrie Curling Club shall be liable for the acts, receipts, neglect or defaults of any other Director or staff member of the Airdrie Curling Club for joining in any receipts or other act for conformity or for any loss, damage or expense happening to the Airdrie Curling Club through the insufficiency or deficiency of any security in or upon which any of the monies of the Airdrie Curling Club may be invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person, firm or association which whole or which any monies, securities or effects may be lodged or deposited for any other loss, damage or misfortune whatever which may happen in execution of the duties of his/her office or trust or in relation thereto unless the same shall happen by or through his/her own dishonesty, or his/her own willful act or her/her own willful default.

9.3. The Board of Directors of the Airdrie Curling Club shall, at the expense of the Airdrie Curling Club, maintain such liability insurance as is necessary to carry out the required provisions stipulated within this section, namely 9.1 and 9.2.

## **10. AUDITING**

10.1. The books, accounts and records of the Airdrie Curling Club shall be audited at least once each year by a duly qualified accountant or by two (2) members of the Airdrie Curling Club elected for that purpose at the Annual General 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 General Meeting of the Airdrie Curling Club. The Fiscal year end of the Airdrie Curling Club in each year shall be April 30th.

Amendment to read: 10.1 The books, accounts and records of the Airdrie Curling Club shall be audited at least once each year by a duly qualified accountant. A complete and proper statement of the standing of the books for the precious year shall be submitted by such auditor or the Treasurer at the Annual General Meeting of the Airdrie Curling Club. The Fiscal year end of the Airdrie Curling Club in each year shall be April 30<sup>th</sup>.

10.2. The books and records of the Airdrie Curling Club may be inspected by any member of the Airdrie Curling Club at the Annual General Meeting or at any time upon giving reasonable notice in writing and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

## **11. ANNUAL GENERAL MEETING**

11.1. The Airdrie Curling Club shall hold an Annual General Meeting.

- 11.2. Nominations for the Director positions will be received from the meeting. Directors so elected shall form a Board, and shall serve until their successors are elected and installed. Any member in good standing shall be eligible to hold any office in the Airdrie Curling Club. Officers of the Board of Directors will be established at the first Board meeting following the Annual General Meeting.
- 11.3. A Special General Meeting of the Airdrie Curling Club may be called at any time by the Board of Directors upon the instructions of the President or Board by providing eight (8) days' notice in writing to the last known address or email address of each member.
- 11.4. A Special General Meeting shall be called by the President or the Board of Directors of the Airdrie Curling Club upon receipt by him/her of petition signed by one-third of the members of the Airdrie Curling Club who are in good standing, setting forth the reasons for calling such a meeting. Meeting notice shall be provided in writing to the last known address or email address to each member eight (8) days prior to the meeting.
- 11.5. Any Member, being the full age of eighteen (18) years, of the Airdrie Curling Club who has not withdrawn from the membership and has not been expelled as herein provided shall have the right of one (1) vote at the Annual General Meeting of the Airdrie Curling Club. Such votes shall be made in person and not by proxy or otherwise.
- 11.6. Each member of the Board of Directors shall have the right to one (1) vote at the Annual General Meeting of the Airdrie Curling Club.
- 11.7. A quorum at the Annual General Meeting shall consist of not less than ten (10) voting members.
- 11.8. A quorum at a special meeting shall consist of not less than ten (10) voting members.

## **12. REMOVAL OF DIRECTORS**

- 12.1. Any directors of the Airdrie Curling Club may be removed from office upon the majority vote of the Board of Directors.

## **13. BYLAWS**

- 13.1. Airdrie Curling Club Bylaws may be rescinded, altered or added to by a special resolution.

## **14. AMENDMENT OF BYLAWS**

- 14.1. The bylaws of the Airdrie Curling Club may be amended, rescinded or added to by way of a Special Resolution.

Amendment to read: 14.1 The bylaws of the Airdrie Curling Club may be amended, rescinded or added to by ways of a Special Resolution. Any changes are to be made in writing and submitted to the Board of Directors for approval. Once approved the amended bylaws are to be provided to the membership 30 days prior to the AGM for final approval by the membership. All matters related to the bylaws shall be within accordance of the Alberta Societies Act.

## **15. DISSOLUTION**

- 15.1. In the event of dissolution of the Airdrie Curling Club, all assets will be donated to a non-profit organization selected by the majority of the Board of Directors of the Airdrie Curling Club.

## **16. BORROWING POWERS**

- 16.1. For the purpose of carrying out its objectives, the Airdrie Curling Club 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 Airdrie Curling Club, and in no case shall debentures be issued without the sanction of a special resolution of the Airdrie Curling Club.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2018.



Signature: _____ Print Name: _____	Address: _____ <i>City/Town                  Province                  Postal Code</i>
Signature: _____ Print Name: _____	Address: _____ <i>City/Town                  Province                  Postal Code</i>
Signature: _____ Print Name: _____	Address: _____ <i>City/Town                  Province                  Postal Code</i>
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Signature: _____ Print Name: _____	Address: _____ <i>City/Town                      Province                      Postal Code</i>
<b>WITNESS</b> Signature: _____ Print Name: _____	Address: _____ <i>City/Town                      Province                      Postal Code</i>