



## BYLAWS

### 1. NAME:

The name of this voluntary provincial not-for-profit Society shall be the **ALBERTA SLALOM CANOE KAYAK ASSOCIATION**, hereinafter referred to as **ASCK** or **ALBERTA SLALOM CANOE/KAYAK**.

### 2. MEMBERSHIP:

Individuals having an interest in the sport of slalom and supporting the objects of ASCK may become an ASCK member upon payment of an annual membership fee or participation in any ASCK race, program, or event. Individuals may reside outside of the Province of Alberta.

The annual membership fee is set and/or reviewed at every Annual General Meeting.

A member may be expelled from membership by a majority vote/special resolution at an Annual General Meeting or Special Meeting.

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

Members must sign an Alberta Whitewater Association Waiver of Responsibility or Acknowledgment of Risk/Liability.

If a member has neither participated in an ASCK event nor paid an annual fee for any given year, they will cease to be a member.

### 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.

Special General Meetings are meetings of all the members called between the Annual General Meetings to deal with specific business. The society may hold a Special General Meeting whenever the ASCK Board considers it necessary or if the ASCK Board or President receives and 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.

Members shall be notified of Annual General and Special General Meetings by email (or by telephone by special request) at least 21 days prior to the meeting. The notice will also be posted on the ASCK website, stating the reasons for calling the meeting and any special resolutions to be considered at the meeting.

8% of members in good standing shall constitute a quorum at an Annual General Meeting.

50% of members in good standing shall constitute a quorum at a Special General Meeting.

### 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. Meetings of the Board shall be held as often as may be required, but at least once every three (3) months, and shall be called by the President. Any four (4) Board Directors shall constitute a quorum.

A special meeting may be called on the instruction of any two members provided they request the President, in writing to call such a meeting, and states the business to be brought before the meeting. Special Meetings of the Board shall be called with seven (7) days notice in writing (letter or electronic) to each member or with three (3) days by telephone. Any four (4) Board 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 if they 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 (10) days after the appointment or election, or if they acted as a Director pursuant to the appointment or election.

Directors/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.

The President shall act as the spokesperson for the Society.

### **Vice President**

The Vice-President shall preside at meetings in the Presidents' absence. In the absence of the President and the Vice-President, a chairperson may be elected to preside at a meeting.

The Vice-President shall represent the President and act as the spokespersons for the Society when requested by the President.

### **Secretary**

It shall be the duty of the secretary to attend all meetings of the society and of the Board, and to 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 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 General 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.

One person may fill the Offices of the Secretary and Treasurer if any Annual General Meeting for the election of Directors shall so decide.

Routine fiscal operational duties/accounting may be contracted to a third party if deemed in the best interests of the Society.

### **Terms of Office**

<b>Position</b>	<b>Term</b>	<b>Election Year</b>	<b>Odd/Even</b>
President	2 Years	Begin odd year	
Vice-President	2 Years	Begin even year	
Treasurer	2 Years		Even
Secretary	2 Years		Odd
Director-at-Large	2 Years		Odd
Director-at-Large	2 Years		Even
Athlete Representative	1 Year		Every

### **Board Vacancy**

A Director's position shall be vacated:

- a) Upon the Director's resignation in writing delivered to the Board of Directors;  
or
- b) By a two-thirds (2/3) majority vote of the Board of Directors; or
- c) If the Board Member during their term of office ceases to have their primary residence in 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 (2) members of the Society 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 to such auditor at the Annual General Meeting of the Society. The fiscal year of the Society in each year shall be January 1 to December 31.

The books and records of ASCK may be inspected by any member of ASCK at the Annual General Meeting or at anytime upon giving reasonable notice 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.

## **6. VOTING**

Any neither 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**

No Director/Officer of the Society shall receive any remuneration for his/her services when performing the duties of the Board of Directors.

## **8. BORROWING POWERS**

For the purpose of carrying out its objects, the Society may borrow, 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". A notice of this intention must be sent to the membership 21 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  
**Repealed & replaced:** November 15, 2014  
**Repealed & replaced:** May 3, 2015