



~~Please see attached letter.~~

I hereby certify that a special resolution was passed at a meeting of the members of The Edmonton Columbians Track and Field Club on November 10, 2014.

The by-laws were changed as follows:

- The existing by-laws are repealed.
- They are replaced by the attached by-laws (last edited August 2014).

Date:

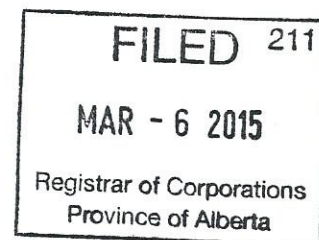
February 14/15

Signature:

H. Schemp Heather Schemp

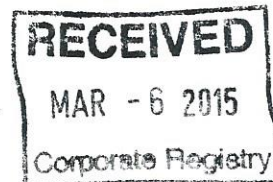
Title:

Secretary





Edmonton Columbians Track and Field Club Bylaws



1. Name:

The name of the society shall be **The Edmonton Columbians Track and Field Club.**

2. Membership:

- 2.1. The club shall be open to any person who has reached nine years of age and is accepted by the coach. Athletes under nine years of age may be accepted on approval of the coach and board of directors.
- 2.2. Any person residing in Alberta, and being of the full age of 18 years, may become a member by a favourable vote passed by a majority of the members at a regular meeting of the society, and upon payment of the fee.
- 2.3. Persons shall be included in membership once they have completed their annual registration, paid annual registration and any other fees due to the club and are a current member in good standing with the athletic community.
- 2.4. Each person elected to the board will be a member of the club once their registration information is completed. Board members will be chosen from the general membership. A maximum of 25% of board memberships may be chosen from outside the general membership.
- 2.5. Coaches will be members of the club once their registration information is completed. Paid coaches will be non-voting members. Paid coaches will have no voting or board privileges and will only serve in an advisory capacity only.
- 2.6. All members shall conform to the bylaws and regulations of the club or shall forfeit their membership.
- 2.7. Any member may withdraw from the club upon written or e-mail notice to the Board of Directors.
- 2.8. Any member may be expelled from membership on majority vote of the executive for any cause the society may deem reasonable. The Board of Directors shall be the final appeal on all suspensions of membership or expulsions from the society.
- 2.9. Membership fees shall be determined on an annual basis by the Board of Directors.
- 2.10. There will be no paid members, officers or directors. Any paid staff will serve in advisory capacity only with no voting or board privileges.

3. Board of Directors:

3.1. Membership of the Board of Directors (Executive):

3.1.1. The terms Officer and Director are interchangeable for the purposes of these bylaws.

3.1.2. The Board of Directors shall consist of:

3.1.2.1. President

- The president shall call for and preside at all meetings of the society and the Board of Directors. In his/her absence, a chairperson may be designated by the president from the current directors or elected at the meeting.
- The president may request a report from any member of the executive.
- In the event that a meeting of the executive cannot be convened, the president may exercise his/her discretion in any matter requiring immediate attention. Such actions shall be reported to the Board of Directors.
- The president shall ensure that filing of returns under the society act is completed yearly.

3.1.2.2. Past President

- The past president will provide advice to the current Board of Directors regarding club requirements.
- The past president is a nonvoting member of the board.

3.1.2.3. Vice President (up to 2)

- The vice-president shall perform such duties as may be assigned to him/her by the executive.
- In the event that the president is unable to perform his/her duties, the vice president will assume the responsibilities of the president until the next meeting of the executive.

3.1.2.4. Treasurer

- The treasurer shall receive all monies paid to the society and shall be responsible for the deposit of same in whatever bank the Board of Directors may order.
- He/She shall properly account for the funds of the society and keep such books as may be directed. He/She may have the assistance of a bookkeeper to be voted on by the executive.
- He/She shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the

AGM, a statement duly audited of the financial position of the society and submit a copy to the secretary for the records of the society.

- He/She shall prepare child tax fitness receipts for appropriate club members no later than February 28 of each year.

3.1.2.5. Secretary

- The secretary shall attend all meetings of the Board of Directors and keep 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 keep a record of all the members of the society and their addresses and send notices of the various meetings as required.

3.1.2.6. Other directors as determined by the current Board of Directors or membership at an Annual General Meeting (AGM).

3.1.3. The term of each director shall be two years. Directors can be re-elected to serve further terms. The Board of Directors will serve until their successors have been duly elected. All positions that are vacant or become vacant may be filled by appointment of the Board of Directors. All positions thus filled are to be up for election at the next AGM.

3.1.4. The Board of Directors shall, subject to the bylaws or direction given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the society.

3.1.5. All board members will have a cleared security clearance on file with the club.

3.1.6. The Board of Directors shall not be held liable for decision or actions made in good faith for the Edmonton Columbians Track and Field Club.

3.1.7. The Board of Directors shall approve all fund raising activities and all expenditures not previously authorized by a meeting of the society.

3.1.8. Any member of the board who has a financial, personal or official interest in, or conflict (or the appearance of conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will refrain from voting on said item.

3.1.9. A member of the board who does not attend meetings for three months may be removed by a vote of board members present at any meeting.

- 3.1.10. The Board of Directors or any member of same may be removed from office at a Special General Meeting by 75% vote of the membership present.
- 3.1.11. Any member of the Board of Directors removed from office will be informed in writing by the person chairing the AGM or SGM.
- 3.1.12. The Board of directors shall receive no remuneration but will be reimbursed for reasonable expenses for the club.
- 3.1.13. Elections:
 - 3.1.13.1. All members or parents/guardians of members (for those members under 18 years of age) are eligible to become members of the Board of Directors. Non-members may be nominated by members for any position on the Board of Directors.
 - 3.1.13.2. Directors are nominated by themselves or other members prior to or at the AGM for open positions.
 - 3.1.13.3. All members (or a parent/guardian for those members under 18 years of age) present at the AGM may vote for the Board of Directors.
 - 3.1.13.4. The term of office shall take effect immediately upon conclusion of the AGM.

4. Meetings:

- 4.1. Annual General Meeting:
 - 4.1.1. The Society shall hold an Annual General Meeting (AGM) at least once in each calendar year.
 - 4.1.2. Three weeks' notice of the AGM shall be given to all members. E-mail notice given at the address on the registration of the member shall be considered adequate notice.
 - 4.1.3. Ten members (parent/guardian if under 18) that are eligible to vote will represent quorum at the AGM.
 - 4.1.4. Agenda Items must include:
 - Discussion and voting on AGM minutes for the previous year
 - Consideration of the annual report of the directors
 - Consideration of the annual financial reporting

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- Elections of open Board of Directors positions
- Discussion and voting on the budget for the next year
- Discussion and voting on Bylaw changes

4.1.5. All votes at the AGM must be made in person and not by proxy or otherwise. Votes are made by a show of hands.

4.2. Special General Meetings:

4.2.1. A Special General Meeting (SGM) can be called by any member of the Board of Directors for any reason. A meeting can also be called at the request of at least five members in good standing. The reason for the meeting must be stipulated at the time of meeting notice.

4.2.2. Three weeks' notice of the special general meeting shall be given to all members. E-mail notice given at the address on the registration of the member shall be considered adequate notice.

4.2.3. Ten members (parent/guardian if under 18) that are eligible to vote will represent quorum at the SGM.

4.2.4. All votes at the SGM must be made in person and not by proxy or otherwise. Votes are made by a show of hands. Motions will be passed with majority vote except in matters of bylaw changes or executive changes which will be done by majority vote of at least 75% of members present.

4.2.5. A meeting of the Board may be held immediately following special general meetings without notice.

4.3. Board Meetings:

4.3.1. The President shall call board meetings as often as the business of the society may require but not less than quarterly.

4.3.2. Quorum at these meetings shall be no less than three members.

4.3.3. One week notice will be provided to the board by e-mail from the President.

4.3.4. Board Meetings will be attended by the executive. Other members can be invited by the executive.

4.3.5. Attendance of other members or persons will be on invitation of the executive.

5. Committees/Coordinators:

- 5.1. The president will be an ex officio member of all committees.
- 5.2. The Board may appoint standing and ad hoc committees/coordinators as needed. These may include but are not limited to:
- Coach Team Lead
 - Volunteer Coordinator (Required for Alberta Gaming and Liquor Control events)
 - Registration Coordinator/Committee
 - Uniform Coordinator/Committee
 - Website Coordinator
 - Meet Registration Coordinator
 - Out of town Meet Coordinator
 - Equipment Coordinator
 - Fundraising Coordinator

6. Finances/Records:

- 6.1. The books, accounts and records of the 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 by the Board of Directors. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the AGM.
- 6.2. Fiscal year end of the society shall be determined by the Board of Directors.
- 6.3. For the purpose of carrying out its objectives, the society may borrow or raise or secure the payment of money in such manner as it thinks fit. This power shall be exercised only under the authority of the society.
- 6.4. The Board of directors shall prepare and present the annual budget for the upcoming fiscal year. This budget shall be approved by a majority of those eligible to vote at the AGM.
- 6.5. The executive shall properly account for funds of the society so as not to exceed the approved budget by more than 10% without a majority vote by the society.
- 6.6. The records and books of the society can be viewed by the members with three weeks' notice in writing to the Board of Directors. These can be viewed at a mutually agreed upon time and location with a member of the Board of Directors present.

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7. Bylaws:

- 7.1. Bylaws amendments can be suggested throughout the year.
- 7.2. Bylaws can only be changed by a special resolution of the members. This will be done at an Annual General Meeting or a Special General Meeting. Bylaw amendments will be passed with a vote of no less than 75% of members present.
- 7.3. Bylaws with amendments will be filed yearly following the AGM.

8. Dissolution:

- 8.1. On dissolution of the club, after payment of all debts of the society, all assets will become the property of Athletics Alberta.