BY-LAWS

DIDSBURY AQUA-JETS SWIM CLUB

**INTERPRETATION**

1. Wherever the word “Club” occurs in these By-laws, it shall be interpreted to mean the DIDSBURY AQUA-JETS SWIM CLUB.
2. Wherever the words “Board” or “Members of the Board” occur in these By-laws, it shall be interpreted to mean THE BOARD OF DIRECTORS OF THE DIDSBURY AQUA-JETS SWIM CLUB.
3. In all the By-laws of the Didsbury Aqua-Jets Swim Club the singular shall include the plural and the plural shall include singular, masculine shall include feminine and feminine shall include masculine, and the word person shall include corporations and societies.
4. “Member” shall refer to any person, family, corporation, society or organization who has fulfilled the requirements for membership in the Club.

**BY-LAWS**

ARTICLE I – NAME OF ORGANIZATION

1. The name of the organization shall be the DIDSBURY AQUA-JETS SWIM CLUB

ARTICLE II – AFFILIATION

1. The club shall be affiliated with the “Canadian Amateur Swimming Association”, and the rules and regulations of the “Alberta Summer Swimming Association” shall govern the conduct of aquatic competitions and related matters.

ARTICLE III – MEMBERSHIP

* 1. Members of the club shall subscribe to the By-laws.
  2. Any Swimmer in the club 18 years of age or over, or any parent or guardian of a swimmer under the age of 18 years of age, is considered a member of the club provided all necessary fees and other obligations have been met, in accordance with the “ASSA Membership Policy” of the club, and further provided that there is only one vote per family with registered swimmers 17 years of age or under.
  3. Any member may withdraw from the club upon receipt of **written notice** to the Secretary of the Club. If membership is so withdrawn within 2 weeks of the start of the Club (first day in the pool), the full membership fee less the ASSA membership and a $10.00 withdrawal fee will be refunded within 30 days.
  4. Any member withdrawing more than 2 weeks following the start of Club shall forfeit all fees.
  5. Any member failing to meet requirements of membership as contained in the “ASSA Membership Policy” may automatically be deemed to have withdrawn from membership, and the swimmers who are part of that membership shall be prohibited from:

1. Participating in all swim club activities, and
2. Participating in competitions as a representatives of the club.
   1. A member deemed to have withdrawn under article 3.5 may be re-admitted to the club upon the decision of the Board, provided the requirements of the “ASSA Membership policy” are met.
   2. Any member who willfully violates or fails to comply with the club By-laws and/or polices, or with a directive from the Board, such directive to have arisen from a motion made and passed at an official meeting of the Board, shall be liable to suspension from the club. Suspension is effective upon 2/3 majority vote of the Board, and swimmers who are associated with the membership shall be subject to prohibitions outlines in Article 3.5.
   3. The Board shall have in place a “Dispute Resolution Policy” which each club member is entitled to use, and the Board shall ensure that every effort is made under this policy to resolve isssues prior to moving to vote to suspend a member.

ARTICLE IV – DUES AND FEES

1. The Board of Directors shall set the membership dues and any other requirements of membership prior to the date of the registration meeting. The Board shall also set the deadline by which all dues, fees and other requirements must be met.

ARTICLE V - MEETINGS

* 1. The **Annual/General Meeting** of the general membership of the Club shall be held within six (6) weeks of the close of the season for the current season, for the purpose of electing a Board of Directors, presenting annual reports to the membership, ratification of by-laws, and any other business deemed to be necessary.
  2. Notice of the **Annual/General Meeting** shall be given to members in writing by letter or notice and/or newspaper announcements in local newspapers serving the communities of Didsbury, Carstairs and Olds. Notice must be given a minimum of 21 days prior to the date of the meeting. Telephone contact may be used to supplement but not replace the written notification.
  3. **Special Meetings** of the Club may be called by the Secretary at the direction of the President, with notice given to all members at least ten (10) days prior to the date set for the meeting, with the notice to state the specific purpose of the meeting.

* 1. **Special Meetings** of the Club must be convened by the Board of Directors any time there is, instruction from two (2) **members** in good standing, provided they direct the request, in writing, to the Secretary and state the business to be brought before the meeting. Notice of such a meeting must be given to all members ten (10) days prior to the date of the meeting. Issues/topics dealt with at such a meeting are restricted to the business stated in the original request for the meeting.
  2. Not with-standing any of the above, any meeting called for the purpose of revising, changing, or replacing the by-laws must provide for a minimum of twenty-one (21) days notice to the members, and include information to allow the members to be acquainted with the proposed changes prior to attending the meeting.
  3. The **Quorum** for the Annual/General meeting of any Special Meeting of the Club, shall be ¼ of the members in good standing. Any member in good standing shall have the right to vote at these meetings, including members of the Board of Directors, with the exception of the President, who may only vote in the event of a tie. All votes must be done in person, there will be no voting by proxy.
  4. The Board of Directors shall meet as often as deemed necessary for the operations of the Club. A quorum of the Board will be 1.2 of the elected Board. No decisions binding on the club, board, or membership can be made except by way of a majority vote of the Board when a quorum in present.

ARTICLE V1 – BOARD OF DIRECTORS

* 1. The Board of Directors for the Club shall consist of not less than seven (7) and not more than thirteen (13) Directors.
  2. At the first meeting of the Board of Directors, the Directors shall elect from among themselves individuals to serve as President, Secretary and Treasurer. If the size of the Board warrants it, a Vice-President may also be elected.
  3. Directors are elected for a two (2) year term with approximately ½ of the Directors elected each year (staggered terms), signing authority must change every two (2) years to maintain the integrity of the board.
  4. The Board of Directors shall be subject to the By-laws and/or direction given them by a majority vote of those present at the Annual Meeting.
  5. Members of the Board must be members in good standing of the club. Any member of the Board and/or Director is subject to removal from his/her position as per Article 3.5 and Article 3.7, regarding loss of membership.
  6. No member of the Board shall receive remuneration for his services except for reimbursement for expenses submitted and approved by the Board at a regular meeting of the Board of Directors.
  7. All members of the Board shall have a vote at Board Meetings except for the President or Chairman of the particular meeting, who shall vote only in the event of a tie. All votes to be done in person, there will be no voting proxy.
  8. If a vacancy occurs on the Board for any reason, the remaining members shall, at their discretion, call a Special Meeting of the Club for the purpose of filling the vacancy by way of an election, or choose to appoint a member in good standing to fill the vacancy for the remainder of the term, or leave the position vacant.

ARTICLE VII – DUTIES/RESPONSIBILITIES OF THE BOARD

* 1. Directors attend Board meetings, providing input and assisting in the decision making process regarding the activities of the Club. Directors are expected to serve on standing committees of the Board, as well as on any special committees which may be appointed from time to time by the Board when deemed necessary. Directors are also bound by the provisions of the ASSA Membership policy in all respects, particularly with reference to confidentiality of matters which may be brought before the Board.
  2. The Directors of the Board are given the power to manage the affairs of the society as deemed warranted.
  3. A Director who is elected or appointed by the Board to take on additional roles is expected to fulfill those additional duties in a competent and consistent manner, specifically:
     1. PRESIDENT: The President shall preside at all meetings of the Club, and hold office until a successor has been duly elected and be an ex-officio member of all committees in the Club.
     2. VICE-PRESIDENT: The Vice-President, in absence of the President, shall act as Chairman of all meetings and perform other duties of the President; shall fulfill other duties assigned by the Board.
     3. SECRETARY: The Secretary shall record and keep the minutes and proceedings of the meetings of Club and the Board; deal with all correspondence subject to the approval of the Board; will ensure notice is given of all meetings; shall have charge of all official documents of the Club. In the absence of the Secretary another person may be appointed by the President and/or the Board to fulfill these duties.
     4. TREASURER: The Treasurer shall receive monies payable to Club (memberships, fund raising, etc.) and shall be responsible for the same in the name of the Club; shall properly account for the funds of the Club and keep such books as may be directed; present a fully detailed account of all receipts and disbursements as required; shall prepare for submission to the Annual/General Meeting a statement duly audited, setting forth the financial position of the Club. When approved, a copy of this statement shall be submitted to the Secretary and placed in the records of the Club.

The Treasurer and one other member of the Board of Directors shall be appointed to sign all cheques. The Club’s banking shall be done at a bank in Didsbury as approved by the Board.

ARTICLE VIII – STANDING COMMITTEES

* 1. Any Club member in good standing may be appointed to a standing committee, and at least one member of the Board shall be appointed to the committee to serve as a liaison between the Board and the committee.
  2. Standing committees of the Club could be:
     1. PUBLICITY COMMITTEE - The Publicity Committee shall be responsible for the compilation of information and distribution of the same to local media for coverage of club activities. The Publicity Committee shall also be responsible for the production and distribution of regular communications to swimmers and members.
     2. SOCIAL CLUB SPIRIT COMMITTEE – The Social Committee shall be responsible for planning and managing all social activities.

ARTICLE IX – AUDIT OF BOOKS AND RECORDS

* 1. The books of the Club, kept by the Treasurer, shall be audited each year in accordance with generally accepted accounting principles. This audit may be performed by any two members in good standing of the Club who are not involved in the record keeping of the Club, or by an Accountant, at the discretion of the Board. November 30th shall be the end of the fiscal year of the Club.
  2. The books and the records of the Club may be inspected by any member of the Club at the Annual General Meeting as provided herein, or at any time upon reasonable notice and arranging a time satisfactory to the Director(s) having charge of the same. Each member of the Board shall at all times have access to such books and records.

ARTICLE X – AMENDMENT OF BY-LAWS

* 1. The By-laws of the Club may be rescinded, altered, or added to by a Special Resolution made and passed at the Annual/General Meeting of the Club or any Special Meeting of the Club called with this issue being advertised as the business of that meeting. **Any By-law amendments have to be filed with Corporate Registries to be official/binding.**
  2. Motions regarding the By-laws must be passed by a ¾ majority of the voting members present at the Annual/General Meeting or Special Meeting, provided there is a quorum present.
  3. Notice of any proposed amendment must be filed with the Secretary, in writing, at least 30 days prior to the meeting at which the amendment will be voted on. The secretary shall provide a copy of the new resolution to each member of the Club along with the required 21 days notice of the date of the meeting at which the resolution will be voted on.

ARTICLE XI – SEAL

1. The Club may adopt a seal to be used for all proper purposes of the Club, and such seal shall be affixed to any documents requiring a seal, by such Directors as may be authorized, from time to time, by the Club. Custody of the seal shall be with the Secretary.

ARTICLE XII – EXECUTION OF DOCUMENTS

* 1. Deeds, transfers, licenses, contracts and engagements on behalf of the Club shall be signed by either the President or Vice-President, and by the Secretary. The Secretary shall affix the seal of the Club to such instruments as require the same.
  2. Contracts in the ordinary course of the Club’s operations may be entered into on behalf of the Club by the President, Vice-President, Treasurer or any persons authorized by the board.
  3. The President, Vice-President, Secretary or Treasurer, or any other person or persons designated by the Board, may transfer any and all shares, bonds or other securities from time to time standing in the name of the Club, and may accept in the name and on behalf of the Club the transfer or shares, bonds and other securities to the Club.

* 1. Notwithstanding any provisions to the contrary contained in the By-laws, the Board may at any time by resolution direct the manner in which the person or persons by whom any particular instrument, contract or obligation of the Club shall be executed.
  2. All cheques, bills or exchanges or other orders for payment of money, notes or other evidence of indebtedness issued in the name of the Club shall be signed by such Director(s) as designated by the Board. Any one of the designated people shall be able to endorse notes and drafts for collection on account of the Club through its bankers, and endorse notes and cheques for deposit with the Club’s bankers to the credit of the Club. Any one of the designated people may arrange, settle, balance and certify all books and accounts between Club and the Club’s bankers, and may receive all paid cheques and vouchers and sign all the banks forms or settlement of balances or verification slips.

ARTICLE XIII – BORROWING

1. For the purpose of carrying out the objects of the Club, the members of the Board may borrow or raise or secure the payment of money in such manner as they see fit, and in particular by the issue of debenture, provided debentures shall not be issued without the sanction of a special resolution of the general membership of the Club.

ARTICLE XIV – DISSOLUTION OF THE CLUB

1. Should the Club discontinue operation, all funds will be retained in the current bank accounts for a period of three (3) years. If the Club should resume operations within this time period, all funds will be available. If the Club has not become active again after three (3) years, all outstanding invoices will be paid and all remaining funds will be designated to **ASSA Region ‘E’ Summer Swim Association.**