

BYLAWS
of the
CENTRAL ALBERTA FIVE PIN BOWLERS' ASSOCIATION

(Hereinafter referred to as the "Association")

Revised: **September 19, 2004 (Rejected by Alberta Registries)**

Revised: **September 17, 2006 (Rejected by Alberta Registries)**

Revised: **November 15, 2006 Approved by Alberta Registries December 15, 2006**

Revised: **October 4, 2009**

Revised: **September 27, 2015 Approved by Alberta Registries January 22, 2016**

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1. BOUNDARIES

- 1.1. The Association's boundaries shall be those as defined by the Alberta 5 Pin Bowlers' Association. These boundaries are Highway 16 to the north, Highway 1 to the south and the eastern and western boundaries of the province of Alberta. The Association shall exclude any town or city located on the northern and southern boundaries and shall also exclude Cochrane and Airdrie.

2. MEMBERSHIP

- 2.1. Voluntary membership is open to any resident of the Association who is a member in good standing of the Alberta 5 Pin Bowlers' Association.
- 2.2. A member may withdraw from membership at any time by surrendering their membership card.
- 2.3. The Board of Directors (hereinafter referred to as the Board) may refuse membership issuance with reasonable cause.
- 2.4. The Board may, by majority vote, expel any Director, executive member, officer, member or otherwise, whose conduct is determined to be improper, unbecoming or likely to endanger the reputation of the Association, or whose actions are detrimental to the Association or who willfully violates the Bylaws of the Association. The member shall be notified of the expulsion and may appeal the Board's decision.
- 2.5. The Board may, by majority vote, recommend to the Alberta 5 Pin Bowlers' Association to expel any Director, executive member, officer, member or otherwise, whose conduct is determined to be improper, unbecoming or likely to endanger the reputation of the Association, or whose actions are detrimental to the Association or the sport of bowling in Alberta, or who willfully violates the Bylaws of the Association. The member shall be notified of the expulsion and may appeal the Board's decision.

3. STRUCTURE

- 3.1. The Board shall have full control and management of the business and affairs of the Association, subject to the Bylaws or direction given to it by a majority vote at any meeting, properly called and constituted.
- 3.2. The Executive of the Board shall consist of a President, First Vice President, Second Vice President, Treasurer and Secretary, or a combined Secretary/Treasurer and the Past President. Each shall hold office for two (2) years. The Executive shall be elected at the Annual General Meeting. The President and Second Vice President shall be elected in even numbered years. The First Vice President, Treasurer and Secretary, or Secretary/Treasurer, shall be elected in odd numbered years.

- 3.3. The balance of the Board shall be comprised of two elected (2) representatives from each local 5 Pin Bowlers' Association and/or bowling centre who hold valid Canadian 5 Pin membership cards
- 3.4. Should a Director resign, or be absent from three (3) consecutive Board meetings, without reasonable cause, be removed from office, be suspended, or be expelled from the Association, the position shall be considered vacant and the Board shall have the authority, by majority vote, at a Board or Executive Meeting, to appoint a replacement to complete the remaining term of the vacant position. The successor shall hold office until the next Annual General Meeting. Said Director shall be notified and may appeal the Boards decision.
- 3.5. A quorum of the Board shall be five (5) members of the Board. Any business transacted at a Board Meeting, without a quorum, shall be ratified at the next Board Meeting. If the business is not ratified, it shall be considered null and void.
- 3.6. All elections for the Executive of the Board shall take place at the Association's Annual General Meeting.
- 3.7. In the event that a member of the Executive of the Board is unable to continue in her/his position, or has been removed from office, then a replacement may be named or elected through a Special Meeting of the Board.

4. EXECUTIVE OF THE BOARD

- 4.1. The Executive shall carry out the day-to-day business of the Association and the requirements of its Bylaws and shall meet as often as necessary to do so. The President shall call all such meetings.

5. DUTIES OF THE DIRECTORS

- 5.1. All members of the Board:
 - 5.1.1. Shall attend all meetings.
 - 5.1.2. Shall assist, when possible, on the committees of the Association.
 - 5.1.3. Shall perform other duties as assigned by the Board.
- 5.2. ***The President:***
 - 5.2.1. Shall preside at all meetings of the Association. If absent, the First Vice President shall preside. If the First Vice President is also absent the Second Vice President shall preside.
 - 5.2.2. Shall be an ex-officio member of all committees.
 - 5.2.3. Shall have a tie-breaking vote, only when acting as Chairperson.
 - 5.2.4. Shall have secondary signing authority for all contracts, leases, agreements, cheques, etc. on behalf of the Association.

- 5.2.5. Shall represent the Association, as a delegate to the Alberta 5 Pin Bowlers' Association, along with one (1) other Director, as designated by the Board.
- 5.2.6. Shall ensure that any, and all, special reports required by the Association, are prepared and filed with the appropriate agency before leaving office.

5.3. *The First Vice President:*

- 5.3.1. Shall act as President, in the absence of the President.
- 5.3.2. Shall have secondary signing authority for all contracts, leases, agreements, cheques, etc. on behalf of the Association.

5.4. *The Second Vice President:*

- 5.4.1. Shall perform duties as assigned by the Board. Shall preside over meeting if President and First Vice President are both absent.
- 5.4.2. Can have secondary signing authority for all contracts, leases, agreements, cheques, etc. on behalf of the Association.

5.5. *The Treasurer:*

- 5.5.1. Shall be responsible for all collections and deposits, disbursements and investments of the Association's monies, as directed by the Board.
- 5.5.2. Shall properly tender and truly account for all of the Association's monies.
- 5.5.3. Shall present a written, up-to-date financial report to each Board Meeting.
- 5.5.4. Shall prepare a year-end financial report to be duly reviewed and presented to the Annual General Meeting.
- 5.5.5. Shall be the primary signing authority for all contracts, leases, agreements, cheques, etc. on behalf of the Association.
- 5.5.6. Shall prepare an Annual Budget and present it to the Board, for review, prior to the Annual General Meeting.

5.6. *The Secretary:*

- 5.6.1. Shall attend and record the minutes of all meetings of the Board, excluding committee meetings.
- 5.6.2. Shall keep and prepare minutes of the society.
- 5.6.3. Shall take receipt of the records of the Association's committees and document them for the record.
- 5.6.4. Shall have charge of all correspondence of the Association. All correspondence shall be presented to the President and brought to the attention of the Board.

5.6.5. Shall produce and distribute copies of all minutes to each Board member within fourteen (14) days of the meeting. One (1) copy (whether hard copy, fax or electronic distribution) of the Annual General Meeting minutes shall be distributed to each bowling centre.

5.6.6. Shall maintain all records of the Association.

5.7. The Directors:

5.7.1. Shall be the elected representative(s), maximum of two (2), from each local 5 Pin Bowlers' Association located within the Association boundaries.

5.7.2. Where no local 5 Pin Bowlers' Association exists, the designated representative(s), maximum of two (2), from each bowling centre located within the Association.

5.7.3. Shall be knowledgeable of the Association's functions and events and shall act as a liaison between the Association's members and the Board.

5.8. Past President

5.8.1. Immediate Past President shall provide continuity on the Board, be responsible for the orientation and education of the newly elected board members.

6. STANDING COMMITTEES

6.1. The Standing Committees (if required) shall be:

6.1.1. Tournaments.

6.1.2. Membership.

6.1.3. Fund-raising.

6.2. AD-HOC COMMITTEES

6.2.1. The Board may form and dissolve Ad-hoc committees as required.

7. MEETINGS

7.1. BOARD MEETING

7.1.1. The first Board meeting shall be held after the Annual General Meeting to finalize the budget and form the Standing Committees.

7.1.2. Shall be attended by all members of the Board.

7.1.3. Shall have a quorum of five (5) members of the Board.

- 7.1.4. Any member of the Association may attend a Board Meeting, after firstly, submitting a written request to the Board, to attend a Board meeting, and, secondly, receiving permission to attend a meeting.

7.2. EXECUTIVE MEETING.

- 7.2.1. Shall be called by the President to deal with issues requiring immediate attention.
- 7.2.2. Quorum shall be a 50% or more of the Executive members.
- 7.2.3. The next Board Meeting must ratify any business transacted at an Executive Meeting.

7.3. SPECIAL MEETING.

- 7.3.1. Shall be called by the President, upon written request of two (2) Board members or five (5) Association members in good standing.
- 7.3.2. Shall be called within fifteen (15) days of receipt of the request.
- 7.3.3. Shall deal only with the business stated in the request.
- 7.3.4. Quorum shall be five percent (5%) of the members in good standing, if the request is from the membership, or by two percent (2%) of the members from a local 5 Pin Bowlers' Association, if the request is from a local 5 Pin Bowlers' Association, or by a majority of the Board, if the request is from the Board.
- 7.3.5. Notice of the Special Meeting shall be announced to the membership at least ten (10) days prior to the meeting through postings and announcements at each bowling centre.

7.4. ANNUAL GENERAL MEETING.

- 7.4.1. Shall be held within ninety (90) days of the start of the fiscal year.
- 7.4.2. Notice for the Annual General Meeting shall be made through postings and announcements in each bowling centre and, optionally, advertised in the daily news media, on websites and through social media, not less than thirty (30) days prior to the meeting.
- 7.4.3. The quorum shall be five percent (5%) of the members in good standing in attendance.
- 7.4.4. The Order of Business shall be:
 - 7.4.4.1. Meeting called to order.
 - 7.4.4.2. Registration of Board and Membership
 - 7.4.4.3. Reading of the minutes of the previous Annual General Meeting.
 - 7.4.4.4. Business arising

- 7.4.4.5. Correspondence.
- 7.4.4.6. Nomination of Officers – First Call
- 7.4.4.7. President’s report.
- 7.4.4.8. Committee reports.
- 7.4.4.9. Financial statements.
- 7.4.4.10. Election of audit officers
- 7.4.4.11. Nomination of Officers – Second Call
- 7.4.4.12. Unfinished business.
- 7.4.4.13. New business.
- 7.4.4.14. Nomination of Officers – Final Call & Election of Officers
- 7.4.4.15. Review of By-Laws
- 7.4.4.16. Election of Officers.
- 7.4.4.17. Adjournment.

8. QUORUM

- 8.1. Where a quorum is not present, the meeting shall be recalled at a time decided by those present. At the subsequent meeting the quorum shall consist of those present at the meeting.

9. VOTING

- 9.1. Any member in good standing shall have the right to vote at the Annual General Meeting or at a Special Meeting, but must be present in person to vote.
- 9.2. Only Board members may vote at a Board Meeting.
- 9.3. Only Executive members may vote at an Executive Meeting.
- 9.4. Proxy Voting:
 - 9.4.1. A member of the Board of Directors is entitled to vote at an Association meeting but who will be absent there from, may assign another person to act as a proxy to vote on the member's behalf in a specified matter at that meeting. To exercise such a proxy, the proxy holder must also be entitled to vote at the meeting in question. A written (or electronic) Proxy is valid only for the meeting specified on the Proxy, and on the matter specified.
 - 9.4.2. The exercise of a proxy vote by a proxy holder is as conclusive as if the member voted personally.
 - 9.4.3. A proxy shall be in written form, shall specify the date of the meeting that the Proxy is to be exercised at, shall specify the matter to be voted on, and the manner in which the proxy vote is to be made. To be enforceable, a proxy

shall be filed with the Secretary in advance of the meeting, who shall record the proxy in the minutes. The Secretary shall exercise a person's proxy in all cases where the member filing a proxy has not designated a proxy holder or where the designated proxy holder is not in attendance at the meeting.

10. BYLAWS

- 10.1. The Bylaws may be rescinded, altered, replaced or added to by Special Resolution at:
 - 10.1.1. The Annual General Meeting, or,
 - 10.1.2. Submissions for changes to the bylaws, must be in writing not less than twenty-one (21) days prior to the Annual General Meeting.
 - 10.1.3. Amendments to the Bylaws require a three-quarter (3/4) majority vote to be approved.
 - 10.1.4. The Bylaws will comply with the Alberta Liquor and Gaming Commission (AGLC) rules and regulations in order to maintain provincial gaming licenses.

11. STANDING RULES

- 11.1. Are the guidelines for the Association's day-to-day operations?
- 11.2. Shall establish the conduct and code of ethics for its membership.
- 11.3. May be rescinded, altered or added to, at any Meeting, by majority vote.

12. AUDITING

- 12.1. The fiscal year of the Association shall commence on August 1st.
- 12.2. The Association's books, accounts and records shall be audited annually by two (2) members of the society, duly elected for the purpose at the Annual General Meeting. A Review report shall be prepared and presented to the board as soon as possible following the review.
- 12.3. The books and records may be inspected by any member in good standing, at the Annual General Meeting or at any time, upon giving reasonable notice so that a satisfactory time can be arranged with the Director(s) in charge of same.
- 12.4. A mandatory review of the books, accounts and records shall be conducted each time a Treasurer vacates the position. The review must be completed and the books and records returned to the new Treasurer within forty-five (45) days.

13.REMUNERATION

- 13.1. No executive member, Director, or any member of the Association shall receive any remuneration for their services unless expressly authorized at any meeting.
- 13.2. The only reimbursement considered will be for receipted expenses incurred in the running of the Association and associated events.
- 13.3. Expenses may not include any salary, honorarium or other payment for wages, salary or similar payments to any member of the Association.

14.BORROWING POWERS

- 14.1. The Association shall not be allowed to borrow money from a financial institution, bank or individual(s), groups or businesses.

15.DISSOLUTION OF THE ASSOCIATION

- 15.1. If the Association is dissolved, any assets remaining after paying debts and liabilities shall be disbursed to eligible charities that will be decided at that time.

16.SEAL OF THE SOCIETY

- 16.1. There is no seal of the society.