

By-Laws of
Stony Plain Bicycle Association

1. INTERPRETATION

In these By-Laws, unless the context otherwise requires, words importing the singular number of the masculine gender shall include the plural number of the feminine gender, as the case may be, and the visa-versa are references to persons shall include firms and corporations.

2. NAME

The name of the society shall be “Stony Plain BMX Association”

3. MEMBERSHIP

a) **Classes**

The club consists of the Executive Committee, Club officers, Rider members, Association members and honorary members as defined below.

- (i) The Executive Committee shall be elected at the Annual General meeting.
- (ii) Club officers shall be appointed by the Executive Committee.
- (iii) Rider members shall be those individuals who participate in competitions and practices and have paid a membership. If the rider is under the legal age of 18, he or she has voting rights restricted for financial and/or legal matters.
- (iv) Associate members may be those individuals who are the parents or guardians of current rider members of the club; or who are in an immediate family relation of the current rider member. Immediate family includes grandparents, aunts, uncles, brothers or sisters. There are certain obligations for Associate members, see below (ITEM-b) iii).
- (v) Honorary members shall be those individuals who have been elected as such by the members of the Club at the General Meeting.
- (vi) Community member who is not a club or rider member who wants involvement in furthering objectives of the club may become a voting member upon approval of the board.

b) **Obligation of Membership**

- (i) Application for rider membership will be made in writing and signed by the parents or guardian of proposed member under the age of 18 years. The current year membership's fee will accompany all applications for Rider membership. The Executive Committee has the sole discretion for acceptance of the Rider membership application and has the right to withhold its acceptance for any reason.
- (ii) Rider members shall pay an annual membership fee in such amounts as may be determined from time to time by the Executive Committee. Annual membership is non-refundable. Membership fees provide all the rights and benefits to the Rider member based on the calendar year within which payment was made. Rider member eighteen years and older shall be obligated for the Fund Raising/bingo obligations as noted in Item b, iv, Any Rider member whose membership fees remain unpaid on the 1st day of June shall be notified by the treasurer in writing of this fact of the following provisions of this by-law. Any rider member whose membership fee shall still be outstanding on the following 1st day of July shall automatically cease to be a member of the club.
- (iii) Rider members shall pay an annual volunteer fee in such amounts as determined by the executive committee. The volunteer commitment shall have a monetary value that will be held in trust by the club treasurer. Failure to hand in the volunteer fees by July 1st of the year shall cause the membership to be suspended until the volunteer fees are produced to the club treasurer. The volunteer fee shall be returned to members upon completion of the volunteer commitment. Failure to fulfill the volunteer commitment shall result in forfeiture of the members volunteer funds. Failure to reach your volunteer hours or pay your volunteer commitment shall result in the suspension of the rider's membership and the collection of the funds action being taken.
- (iv) Application for association membership (by definition) is granted at the discretion of the executive committee and no membership fee is levied. Association membership privileges are contingent upon the family members' rider membership status and commitment to work a specified number of bingos per quarter as determined by the executive membership application must include name address, phone number and email and postdated bingo cheques as determined by the executive.
- (v) Honorary membership may be bestowed after two members of the executive committee propose an individual for honorary membership and the membership vote at the general meeting to approve same.

c) Resignation of Membership

Any rider member may resign by letting membership expire. Membership expiration is December 31 of the calendar year membership is purchased. Members other than rider members may resign in writing to any board executive member.

d) Expulsion of Membership

All members are expected to adhere to the Calgary BMX code of conduct (See appendix item 1). Failure to do so will result in a written warning from the executive committee. A second failure will result in a written expulsion from the executive board. Club membership will be ceased for the remaining calendar year or for as long as the committee chooses so.

4. General Meeting

a) Date

The annual general meeting of the club shall be held within two months of the conclusion of its fiscal year.

b) Notice

Not less than 21 days' notice shall be given to each member and such notice shall include the agenda for the meeting.

c) Executive Committee Nominations

- (i) The executive committee may put forward the names of the members as its nomination for the election as executive committee members of the club for consideration at an annual general meeting.
- (ii) Any member including members of the executive committee shall be entitled to put forward nominations and other matters of business for the annual general meeting.

d) Business of Annual General Meeting

The business of the annual general meeting shall be:

- (i) To receive and if deemed appropriate to adopt the executive committee members reports

- (ii) To receive and if deemed fit to adopt the balance sheet and accounts for the preceding financial year together with the treasurer and auditors report thereon.
- (iii) To elect the Executive committee for the ensuing year.
- (iv) To consider any other business deemed appropriate

e) Special General Meeting

The executive committee may and if requested in writing by twelve members of the club, shall forthwith call a special general meeting of which not less than twenty-one days' notice shall be given stating the object time and place for the meeting.

f) Voting

All members of the club shall be entitled to vote at the general meeting. Unless otherwise provided in the by-laws of the club resolutions may be carried by a show of hands. Absentee votes shall not be accepted. One member of the household shall be able to vote for all members in the event that more than one membership is held by the household.

g) Polls

Unless a poll be demanded a declaration by the president that a resolution has been carried or not carried, and any entry to that effect in the book of proceedings of the Club shall be sufficient evidence of the fact without proof of the number or proportion of the votes recorded in favor of or against such resolution.

The demand for the poll may be withdrawn, but if a poll be demanded and not withdrawn and if a poll be otherwise necessary the question shall unless otherwise required by the by laws of the club or by the law be decided by a majority of the votes cast. Such poll shall be taken in such manner, as president shall direct. The result of such poll is deemed the decision of the club in general meeting upon any matter in questions.

h) Quorum

The quorum at any general meeting of the club shall be no less than fifteen (15) members or fifty percent (50%) of the total membership whichever is less. If a quorum is not present with sixty (60) minutes after the time specified for the meeting, it shall be postponed to the same day and time of the following week and

in the event of a quorum not being present at the time specified, the members present shall constitute a quorum.

i) Notice How Given

Whenever under the provisions of the bylaws notice is required to be given such notice shall be given in writing either personally or by depositing same in a post office, public letter box in postpaid sealed envelope addressed to the member/ director of officer at his address as the same appears on the books of the club or via email to the same person as above.

j) Waiver of Notice

The executive committee may at any time waive any notice required to be given under the bylaws, provided however that notice involving a special resolution may not be waived.

k) Adjournment

The president may with the consent of the meeting and subject to such conditions as they may decide adjourn any meeting from the time to time and from place to place.

MANAGEMENT OF THE CLUB

5. POWERS OF THE EXECUTIVE COMMITTEE

- a) The entire management of the property and affairs of the club shall be vested exclusively in the executive committee. To it, all officers, committees and employees of the club shall report and their actions shall at all times be subject to its revision. It shall have general supervision over all policies of the club. It shall have power to fill all vacancies in any office or committee caused by death, resignation or other termination of membership and to fill temporarily the place any director or officer who for any cause may be absent from the duty.

b) Members of the Executive Committee (Directors)

The following are the positions of the members of the executive committee and the term of all members shall be for two years, except as noted.

- i. President – term begins in odd years
- ii. Vice President – term begins in even years
- iii. Secretary – term begins in odd years
- iv. Treasurer – term begins in even years
- v. Track Director – term begins in odd years
- vi. Track Operator – term begins in even years
- vii. Volunteer Coordinator – term begins in odd years
- viii. Promotional Manager – term begins in even years
- ix. Past President – One year term

c) Duties of the Executive Committee

- (i) The President shall preside at all meetings of the club and the executive committee and shall have general supervision over the affairs of the club and shall with the secretary sign all by laws. The president is an ex-officio member of the committee of the club.
- (ii) It shall be the duty of the Vice-President to assist the President in the discharge of his duties as may be required and in the absence of the President exercise his powers and duties. The Vice-President shall also be responsible for the awards, special events (i.e., Travel, Clinics, etc.).
- (iii) The Secretary shall be responsible to attend all sessions of the of the executive committee and club general meetings and record all the facts and minutes of all proceedings in the book kept for that purpose. He/she shall give or cause to be given all notices of meetings to the club or the executive committee when directed or as authorized by this by-law so to do. He/she shall be custodian of the seal of the club, if any, and of the books, papers, records, correspondence, contracts and other documents belongings to the club which he/she shall deliver only when authorized by resolutions of the executive committee or by the president to such person as they or he/she shall direct. He/she shall keep a correct list of the members of the club and of their addresses. The books and records shall be kept in the principal office of the club and shall be open to the inspection of any member of the executive committee during business hours. The secretary shall perform such other duties as the terms of the engagement call for or the executive committee may from time to time require of him/her.

- (iv) It shall be the duty of the Track Director to organize and oversee the on-going construction, redevelopment, maintenance and management of the clubhouse tracks. He/she shall also be responsible for all the track officials and any and all employees hired by the club.
- (v) The Treasurer shall be the custodian of the club and shall keep full and accurate accounts of all receipts and disbursements of the club. He/she shall cause to be deposited with a chartered bank to the credit of the club all moneys received. He/she shall disburse the funds of the club under the directions of the executive committee and shall render to the executive committee whenever required of him, an account of the transactions as treasurer and of the financial position of the club. He/she shall hold safe against loss from any cause such bonds, debentures or other valuable papers as may come into the possession of the club.
- (vi) The Track Operator oversees membership registration, is the club's representative/liaison to the BMX sanctioning body provincial and nationally. He/she shall submit all moto sheets and point tabulations He/she compiles all race/point statistics and schedules.
- (vii) The Rider Representative is the rider member's liaison to the executive committee and assists in the operation of the club whenever possible for the ultimate benefit of the riders.
- (viii) The Promotions Manager shall be responsible for public relations, advertising and promotion of racing for riders and corporate needs and special events.

d) Vacancies

Any casual vacancies occurring on the executive committee or in the club officers, however caused shall be filled by the appointment of the executive members for the balance of the unexpired term.

e) Remuneration of Directors

The members of the executive committee and club officers shall receive no remuneration for acting as such.

f) Resolution of Writing

A resolution signed by all the directors personally shall be valid and effectual as if it had been passed at a meeting of the executive committee duly called and constituted.

g) Liability of Directors

Every director of the club shall be deemed to have assumed office on the express understanding and agreement and condition that every director of the club and his heirs, executors, administrators and estate, respectively, shall from time to time and at all times be indemnified and saved harmless out of the funds of the club from against all costs, charges, and expenses whatsoever which is brought, commenced or prosecuted against him or any other director or directors in or about the execution of his or their office and also from and against all other costs, charges and expenses which he sustains or incurs, in or about or in relation to the affairs thereof except such costs, charges or expenses as are occasioned by his own willful neglect or default.

h) Executive of Documents

Contracts in the ordinary course of the business of the club may be entered into on behalf of the club by the president, vice-president, secretary, treasurer, or by any person authorized by motion of the executive committee.

Transfers, deeds, contracts and engagements on behalf of the club, requiring the corporate seal, shall be signed by the president or vice-president or by such person or persons as may be appointed by resolution of the executive committee and by the secretary, who shall affix the seal to such instructions. The President or Vice-President, Secretary and treasurer or any two of them standing in the name of the club in its individual or any other capacity or as trustee or otherwise, may accept in the name and on behalf of the club, transfers of shares of stock, bonds or other securities from time to time transferred to the club, and may affix the corporate seal to any such transfers and may make, execute and deliver under the corporate seal any and all instruments in writing necessary or proper for such purpose, including the appointment of an attorney or attorneys to make or accept transfers of shares of stock, bonds or other securities on the books of any company or corporation.

i) Qualifications

The qualifications of a director shall be coincident with the qualifications for a member in good standing with the club. A director shall cease to be a director at the time he ceases to be a member of the club. The retiring directors shall be eligible for re-election more than once. One person may not hold more than one position on the executive committee.

j) Meetings of the Executive Committee

The executive committee shall meet at least every month. Generally, not less than seven days' notice of such meetings shall be given to the directors except where in the opinion of the secretary such notice is impracticable where matters of urgency arise in which event the maximum possible notice shall be given. Meetings of the executive committee may be formally called by the president or by the secretary or on the direction of any two executive committee members. Any director who fails to attend 3 consecutive meetings without leave of absence shall cease to be a member of the executive committee. Five directors shall form quorum at any executive committee meeting.

k) Removal of Directors (Executive)

Any director, upon a majority vote of all members in good standing, may be removed from office for any cause which the "Club" may deem reasonable.

6. OFFICERS OF THE CLUB

a) Officers of the club shall be those members appointed as such by the executive committee. They shall be entitled to attend all executive committee meetings but shall not be entitled to vote. The title, number and responsibilities of the club officers may change/vary from time to time however; generally, the following officers will be required and will report to the identified executive committee members.

- Webmaster, (report to president)
- Head Coach
- Track Operator Assistant (report to the Track Operator)
- Track Maintenance (report to the Track Director)
- Concession Operator (Report to president)
- Special events Coordinator, will report to the (Promotional Manager)
- Bingo/Casino Coordinator (report to Treasurer)
- Grants/Fundraising Coordinator (report to Promotions Manager)

b) The executive committee may, at its discretion, as the need arises, appoint additional officers and employees of the club.

c) Qualifications

The qualifications of the officer of the club shall be coincident with the qualifications of a member in good standing with the club. An officer shall cease to be an officer at the time he ceases to be a member of the club. One person may hold more than one office.

d) Removal of Officers of the club

All officers shall be subject to removal from the office or position at any time by the executive committee with or without cause and with or without notice to that person.

e) Remuneration

There shall be no remuneration of officers of the club for acting as such.

7. BANK AND FISCAL ARRANGEMENTS

a) Bank Account

The bank account of the club shall be kept at such a bank or banks as the executive committee may by resolution from time to time determine.

b) Fiscal Year

The fiscal year of the club shall commence on the first day of November each year end on the thirty first day of October in the following year.

8. BORROWING POWERS AND AUDITING

a) Borrowing

For the purpose of carrying out the objects of the club the directors may bring to the membership the idea and/or concept for borrowing or raising the payment of money. This would be discussed and brought to a vote for the membership of the club, with a minimum eighty five percent approval of total members.

b) Audit

The books and records of the "Club" will be audited each year. The members at the annual general meeting shall appoint an auditor every year. It shall be the duty of the auditor to audit the books, vouchers and accounts of the club, to certify to the correctness of the balance sheet, to examine the securities in the possession of the treasurer and to certify as to the reasonableness of the valuation at which the assets of the club are carried. The executive committee shall fix the remuneration of the auditor. The executive committee may fill any casual vacancy in the office of auditor.

9. BOOKS AND RECORDS

a) Minute Books

The Secretary is charged by the executive committee with the maintenance of and has charge of the minute books of the club and shall record or cause to be recorded therein minutes of proceedings of all meetings of the general membership and executive committee.

b) Other Books and Records

The directors shall see that all necessary books and records of the society required by the by-laws of the club or by any applicable statute or law is regularly and properly kept.

c) Inspection

The books and records of the club may be inspected by any member of the club at the annual meeting, provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the treasurer. Each member of the executive committee shall at all times have access to such books and records.

10. GENERAL

a) Affiliation

The club shall be affiliated to the BMX sanctioning body of choice as they may from time to time determine is in the best interests of the rider membership.

b) Crest

The official club crest shall be that which is selected by the general membership at a general meeting.

c) Seal

The executive committee may adopt a seal, which shall be the common seal of the club. This seal shall be under control of the directors and the directors shall determine the responsibility of its custody and use from time to time.

d) Donations

All moneys and other assets by whomever, now or hereafter given to the club shall vest absolutely in the club without any right, benefit, advantage or claim reserved to the donor and same shall become and be subject to the terms of the by-laws and constitution of the club. All moneys and other assets so given shall in each instance constitute an outright gift to the club and each donor shall be deemed to consent to the club using the donation for the promotion of its objects in such manner as the executive committee in its sole discretion shall determine.

e) Dissolution

Upon the dissolution of the club and after payment of all debts and liabilities the remaining property of the club shall be distributed or disposed of to one or more registered Canadian charitable organizations the objects of which may be similar to those of the club.

11. ALTERING AND RESCINDING BY-LAWS

The by-laws of the club may be altered or rescinded by the passing of a special resolution being a resolution passed by a majority of not less than three-fourths of such members entitled to vote as are present in person at a general meeting of which notice specifying the intention to propose the resolution as a special resolution has been duly given to the members. Notice of the intention to propose such a special resolution shall be given in writing to the secretary twenty-one (21) days before the date of the meeting, and it shall be the duty of the secretary to forward such notice to the members. Amendments to such a resolution may be discussed and voted on at such meeting.

Appendix

1. Stony Plain BMX Code of Conduct

- Compete/participate in a spirit of fair play and honesty.
- Compete/participate within the rules of Alberta Bicycle/Cycling Canada/UCI
- Avoid the use, advocating, condoning, promotion and distribution of banned substances
- Refrain from using profane, insulting, harassing or otherwise offensive language
- Address fellow athletes, coaches, officials, volunteers, event organizers, spectators and others associated with BMX in a courteous and respectful manner.
- Act in a manner that will bring credit to the BMX Community and yourself, both within and outside the competition arena and/or competition area.
- Respect an individuals' dignity; verbal or physical behaviors that constitute harassment or abuse are unacceptable.
- Ensure the safety of others when taking part in BMX.

Remember to:

- Display good Sportsmanship
- Cheer good riding by ALL participants
- Respect the RULES, the OFFICIALS, and the FACILITY

- Maintain your SELF CONTROL at all times

If you agree to the above, we welcome you at Stony Plain BMX. Participants, parents and guests are reminded that entry to Stony Plain BMX Racing is a privilege, not a right.