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GLEN ALLAN RECREATION COMPLEX

Sherwood Park Curling Club Bylaws
(approved June 4, 2023 Annual General Meeting)

Article 1. Name

Section 1.01 The name of the Society shall be the Sherwood Park Curling Club, hereafter denoted as SPCC.

Article 2. Membership

Section 2.01 Any curler who has paid their annual registration fees to curl is a member of SPCC. Membership is determined each year.

Section 2.02 Registration fees will be established by the SPCC Board of Directors.

Section 2.03 Junior curlers who have paid fees to actively participate in the Junior Curling Program at the Glen Allan Recreation Complex, hereafter denoted as GARC, are members of the SPCC with all rights and privileges except voting, and with membership fee assessment.

Section 2.04 Members must comply with the SPCC *Code of Conduct Policy*. Members have the right to attend the Annual General Meeting and any Special General Meeting called by the Board of Directors

Section 2.05 Any member, upon a two-thirds vote of members in attendance at an Annual, Special or General meetings of the Society, may be expelled from membership for any cause which the Society may deem reasonable.

Section 2.06 Any member of the Society may resign by giving notice to the President of his/ her intentions to do so either in writing or by telephone.

Article 3. Board of Directors

Section 3.01 The Board of Directors shall consist of 5 Executive Officers, 1 member appointed from each curling league registered with the SPCC, and Directors at Large up to a maximum of 25 members.

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Section 3.02 Board members (other than Officers) will be nominated and/or appointed each year at the Annual Meeting of the SPCC or Special Meeting as required. If an election is required to fill Board positions, a secret vote by ballot will be held.

Section 3.03 Officers are elected from the members of the SPCC at large. Elections are held at the Annual Meeting. The Officers shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled as soon as possible at either the next Annual, a Special or a General meeting of the membership. Any member in good standing shall be eligible for any office in the Society.

Section 3.04 Meetings shall be held as often as required with a minimum of 3 meetings per season.

Section 3.05 It shall be the duty of the Board of Directors to manage the affairs of the Society.

Section 3.06 Any Board member, upon a two-thirds vote of members in attendance at an Annual, Special or General meetings of the Society, may be expelled from membership for any cause which the Society may deem reasonable.

Section 3.07 The SPCC Club Manager will be a non voting ex-officio member of the Board of Directors and the Executive Committee.

Article 4. Executive Officers

Section 4.01 Executive Officer positions are President, President Elect, Past President, Secretary and Treasurer

- (a)** President - The President, when present, shall preside over Board meetings, the Annual General meeting as well as any Special and General meetings of the SPCC. The President is the Chair of the Executive Committee. He/she shall be an ex-officio member of all Committees. The President shall oversee the affairs of the Board and act as a spokesperson for the Society. The President shall have signing authority for the SPCC.
- (b)** President Elect - The President Elect shall preside over any meetings of the SPCC in the absence of the President and shall assist the President when requested. The President Elect is a member of the Executive Committee. The President Elect shall have signing authority for the SPCC.
- (c)** Past President – The Past President shall ensure a smooth transition of the President and assist any of the Board Members as requested. The Past President is a member of the Executive Committee. The Past President shall have signing authority for the SPCC.

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- (d) Secretary – The Secretary shall attend all meetings of the SPCC and of the Board and shall keep accurate minutes of the same. The Secretary is a member of the Executive Committee. He/ she shall be in charge of all the correspondence of the SPCC Board under the direction of the President and the Board. He/she shall keep such records and correspondence as may be directed. The Secretary shall have signing authority for the SPCC.
- (e) Treasurer – The Treasurer shall oversee the receipt of all monies paid to the SPCC and ensure the deposit of the same in whatever bank the Board may order. He/she shall oversee the proper accounting of the funds of the SPCC and ensure such books and records are kept as may be directed by the Board. He/she shall present a full account of the receipts and disbursements to the Board at regular Board meetings and shall ensure the books are prepared for submission to the Annual Meeting. A statement of the financial position of the SPCC, duly reviewed by an accounting firm, is submitted to the Annual Meeting and upon approval the Treasurer shall submit a copy of the same to the Secretary for the records of the SPCC. The Treasurer is a member of the Executive Committee. The Treasurer shall have signing authority for the SPCC.
- (f) Executive Committee - is made up of the Executive Officers with the SPCC Club Manager as an ex-officio member. The Committee acts as a steering committee for the Board of Directors (section 3.05). Its main purpose is to facilitate decision-making between board meetings or in urgent and crisis circumstances. It has the power to act on behalf of the Board. It prioritizes issues for the Board to address, is responsible for overseeing Board policies, and must ensure good governance practices.

Article 5. Vacancy

Section 5.01 An officer shall hold office until the earlier of:

- (a) the officer's successor being appointed,
- (b) the officer's resignation,
- (c) such officer ceasing to be a director (if a necessary qualification of appointment) or
- (d) such an officer's death.

Section 5.02 If the office of any officer of the Board of Directors shall be or becomes vacant, the directors may, by resolution, appoint a person to fill such vacancy.

Article 6. Audit

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Section 6.01 The books, accounts and records of the Treasurer and Secretary shall be audited at least once each year by a duly qualified accountant. A complete and properly reviewed statement of the standing of the books for the previous year shall be submitted at the Annual General Meeting of the Society. The fiscal year end of the Society in each year will be May 31.

Section 6.02 The books and records of the Society may be inspected by any member of the Society at the Annual Meeting provided for herein or at any time, upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of the same. Each officer of the Board shall at all times have access to such books and records.

Article 7. Annual, Special or General Meetings of the Membership

Section 7.01 The Society shall hold an Annual Meeting on or before May 31 in each year, of which due notice of the meeting shall be given to all members electronically, by telephone or in print, no later than thirty (30) days in advance.

Section 7.02 If due to unusual circumstances, the Annual General Meeting is not held before May 31, it will be held as soon as possible thereafter. Meetings may be held in person and/or by electronic means.

Section 7.03 Any person entitled to attend a meeting of Members may vote and otherwise participate in the meeting by means of a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting, if SPCC makes available such a communication facility. A Person participating in a meeting of members by such means is deemed to be present at the meeting.

Section 7.04 Any Special or General meetings of the Society may be called at any time by the Board of Directors. Due notice of the meeting shall be given to all members electronically, by telephone or in print fifteen (15) days in advance.

Section 7.05 Eight (8) members in good standing of the Society shall constitute a quorum at any Annual Meeting, Special Meeting, or General Meeting of the SPCC.

Article 8. Voting

Section 8.01 Any member in good standing shall have the right to vote at any Annual, Special or General Meeting of the Society.

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Section 8.02 Meetings may be held by Electronic Means. Directors who call a meeting of the Board or of the Members may determine that:

8.02.1 The Board, Annual General and Special Meetings may be held entirely by means of a telephonic, electronic or other communication facility that permits all participants to communicate with each other during the meeting; and

8.02.2 Any vote, by a member, Director or Officer shall be held entirely by means of a telephonic, electronic or other communication facility that SPCC has made available for that purpose.

8.02.3 Should a meeting be held in person a vote will be by a show of hands.

8.02.4 Voting by proxy will not be permitted.

Article 9. Remuneration

Section 9.01 No Executive Officer or Director shall receive any remuneration for his/her services.

Article 10. Borrowing Powers

Section 10.01 For the purpose of carrying out its objectives, the Society may borrow, raise or secure the payment of money in such manner as it deems fit.

Article 11. Amendments

Section 11.01 These bylaws may be altered, amended, repealed or added to at a General Meeting by a Special Resolution, by a three-quarters (3/4) majority vote of those present and voting, a quorum being present, and notice of action proposed having been included in a written notice of the meeting, sent to all Board members at least thirty (30) days prior to the meeting at which the proposed action is to be taken.

Article 12. Dissolution

Section 12.01 Subject to sub-section 12.02 of this Article, if the Society is dissolved, upon dissolution, the entire assets thereof, after its just debts are paid, shall be distributed to a charitable organization or organizations, or to a municipal government or governments, in such a way as to ensure that no direct benefit may accrue to a member or members of the Society.

Section 12.02 If the Society is dissolved, upon dissolution, the balance in any bank account designated to hold proceeds from gaming, and any related assets, shall be distributed to a

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charitable organization or organizations, in such a way as to ensure that no direct benefit may accrue to a member or members of the Society.

Article 13. Employment and Contracts

Section 13.01 The Board of Directors may, as required, employ or contract individuals, organizations, or companies to fulfill the mandate and responsibilities of the SPCC.

Section 13.02 The Board of Directors shall have the full authority to negotiate Lease Agreements with Strathcona County as required, to fulfill the requirements of the SPCC and its membership, and act as the sole representative for curling activities in the Glen Allan Recreation Complex.