



Society Bylaws

Name of Society <i>1972908 Alberta Society</i>	FILED 110 MAY 02 2016
Registrar of Corporations Province of Alberta	

Article 1 – Membership

1.1 Membership Classes

- a. Regular membership in the Society is open to any person residing in Alberta and being of the full age of 18 years upon completion of an application form and payment of the regular membership fee.
- b. Youth membership in the Society is open to any person residing in Alberta under the age of 18 years upon completion of an application form and payment of the youth membership fee.
- c. Affiliate membership in the Society is open to clubs, community associations and other organizations who run Pickleball programs in Alberta upon completion of an application form and payment of the associate membership fee.
- d. Lifetime membership in the Society may be awarded at the discretion of the Board of Directors to a person for their service to Pickleball Alberta. Lifetime Members have the same privileges as Affiliate Members except that membership fees are waived.

1.2 Membership fees in the Society shall be determined, from time to time, by the members at a General meeting.

1.3 Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Membership Director.

1.4 The membership year will commence on October 1st and continue for twelve months. The anniversary for membership year may be changed by a majority vote of members at a General meeting.

1.5 Annual membership fees are due at the beginning of the membership year. Any member in arrears for membership fees for any year shall be automatically suspended at the expiration of 60 days from the beginning of such year and shall be entitled to no membership privileges or powers in the Society until reinstated. In order to vote at a General or Special meeting, a member must have paid all applicable membership fees for the current year.

1.6 Any member who is deemed not to support the mission of the Society may have his membership revoked by majority vote of the Board of Directors.

1.7 No member of the Society shall be also a paid employee of the Society.

Article 2 – Board of Directors

2.1 The Board of Directors of the Society (hereinafter referred to as "the Board") shall consist of the following Director positions:

- a. President
- b. Vice President

CR1601095 0062

- c. Secretary
- d. Treasurer
- e. Membership
- f. Communications
- g. Up to five Directors appointed by the Board of Directors

- 2.2 The Board shall, subject to the bylaws or directions given it by majority vote at an Annual General Meeting properly called and constituted, have full control and management of the affairs of the Society. Meetings of the Board shall be held as often as may be required, but at least twice per year and shall be called by the President.
- 2.3 The Board may from time to time form committees to look after specific areas of interest on behalf of the Society. Committees will be comprised of members and are chaired by a Director.
- 2.4 A person elected or appointed a Director becomes a Director if they were present at the meeting when being elected or appointed, and did not refuse the appointment. They may also become a Director if they were not present at the meeting but consented in writing to act as a Director before the election or appointment, or within ten days after the appointment or election, or if they acted as a director pursuant to the election or appointment.
- 2.5 Term of office for Directors is two years unless removed or by resignation or extended by re-election with the exception that in the initial year of the society, two Directors will be elected for a one-year term of office. To promote an orderly transition, each year at least two Director positions will be open for election by a vote of members of the Society at the Annual General meeting.
- 2.6 A Director will be considered to have resigned when the earliest of the following events occurs:
 - a. Written resignation is received by the Secretary or the President.
 - b. The Director ceases to be a member in good standing.
 - c. The Director is absent without valid reason for three or more Board meetings.
- 2.7 Any Director, upon a majority vote of all members at a General or Special meeting may be removed from office for any cause which the society may deem reasonable.
- 2.8 There will be no remuneration to Directors.
- 2.9 It shall be the duty of the **President** to:
 - a. Chair all meetings of the Society and the Board. In his/her absence, the Vice-President shall chair any such meetings.
 - b. Be an ex-officio member of all Committees.
 - c. Execute any contracts and other documents binding upon the society.
- 2.10 It shall be the duty of the **Vice-President** to:
 - a. Chair meetings of the Society and the Board when the President is absent.
 - b. Undertake actions for the Society reasonably required by the Board.
- 2.11 It shall be the duty of the **Secretary** to:
 - a. Attend all meetings of the Society and keep accurate minutes of the same.
 - b. Have charge of all correspondence of the Society and be under the direction of the President and the Board.
 - c. File documents for the society whenever required.
 - d. Retain copies of Zone Committee meetings and distribute as needed.
- 2.12 It shall be the duty of the **Treasurer** to:
 - a. Receive all monies paid to the Society and shall be responsible for the deposit of same in any financial institution the Board may order.

CR1601095 0003

- b. Properly account for the funds of the Society keeping any such books and records as are required and directed.
- c. Present a full detailed account of receipts and disbursements to the Board whenever requested.
- d. Prepare, with input from the Board, a yearly budget to be presented to the members at the Annual General meeting for their approval and/or amendment.
- e. Prepare for submission to members a statement duly audited as hereinafter set forth of the financial position of the society at the Annual General meeting and, a copy of same to the Secretary for the records of the Society.

2.13 It shall be the duty of the **Membership** Director to:

- a. Keep a record of all members of the Society, their addresses and other pertinent information regarding their membership affiliation or ranking as directed by the Board.
- b. Collect and receive the annual membership fees levied by the Society. Such monies shall be promptly turned over to the Treasurer for deposit

2.14 The books, accounts and records of the Secretary, Treasurer and Membership Director shall be audited at least once each year by a duly qualified accountant or by two members of the society elected for that purpose at the Annual General meeting of the Society. The fiscal year of the Society in each year shall be January 1 to December 31.

2.15 The books and records of the Society may be inspected by any member of the Society at the Annual General meeting or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

Article 3 – Zone Organization

3.1 Geographic Zones will be established within Alberta and Zone Committees will be formed to carry out Society affairs within the Zone.

3.2 Zone Committees will consist of:

- a. A Zone Organizer
- b. An Assistant Zone Organizer
- c. Up to five committee members

3.3 The Zone Organizer is responsible for the organization of the Zone, chairs all meetings of the Zone and attends, or designates an attendee for, Society meetings.

3.4 The Assistant Zone Organizer will assist in the duties of the Zone Organizer in the operation of the Zone, will act for the Zone Organizer in his absence.

3.5 Each Zone shall hold a minimum of two general meetings per year.

3.6 Minutes of all Zone meetings shall be recorded by an individual designated by the Zone Organizer. These minutes shall be forwarded to the Secretary of the Society for retention and distribution as needed.

3.7 Election or Appointment of the Zone Committee members:

- a. Zone Organizers shall be elected by the Members within their Zone and shall serve a two year term.
- b. Assistant Zone Organizers will be appointed to a one year term by the Zone Organizer.

- c. Committee Members will be elected from within their Zone and shall serve a one year term.
- d. If a Zone Organizer is not elected by the Members, the Board will fill the position by appointment at the first Board meeting after the Annual General meeting or as soon as possible thereafter.
- e. If Committee Member positions are not filled at a Zone meeting, the Zone Organizer may appoint members as soon as possible thereafter from within the Zone.
- 3.8 Voting at all general meetings in the Zone shall be:
- The Zone Organizer, Assistant Zone Organizer and Committee Members are each entitled to one vote on every issue or matter polled.
 - Every Regular Member in good standing, ordinarily a resident in the Zone, will be entitled to attend and vote at Zone meetings.
 - Affiliate Members will each be entitled to one vote by their designated representative.
- 3.9 Up to three members of the Zone Organization will be designated as Zone Delegates to attend Society Meetings and have voting privileges at such meetings. Zone Delegates will include the Zone Organizer or his appointed designate, plus two other zone members approved by vote at a Zone Committee meeting.

Article 4 - Meetings

- 4.1 This Society shall hold an **Annual General meeting** on or before September 30th in each year of which written notice to the last known email or postal mail address of each member shall be sent at least 14 days prior to the date of the meeting. At this meeting there shall be elected members to fill the Board positions of President, Vice-President, Secretary, Treasurer, Membership and Communications. The Directors so elected shall form the Board, and shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled by a majority resolution of the Board. Any member in good standing shall be eligible to any office in the Society.
- 4.2 **General meetings** may be called by the Secretary upon instruction by the President or Board. Notices to members of general meetings shall be in writing to the last known email or postal mail address of each member and shall be sent not less than 14 days before the date of the meeting.
- 4.3 A **Special meeting** shall be called by the President or Secretary upon receipt by him of a written request by six members in good standing, setting forth the reasons for calling such meeting. Such meeting to be held within two weeks of receiving the request. Notices to members of special meetings shall be in writing to the last known email or postal mail address sent not less than 8 days before the meeting or may also be by telephone not less than 4 days before the meeting.
- 4.4 **Board meetings** shall be called by the President or Vice President. Notices of Board meetings shall be by telephone or email, not less than 3 days before the Board meeting.
- 4.5 **Emergency Board meetings** may be requested by 3 or more elected Board members, such meetings to be held not more than one week after such request.
- 4.6 Any member in good standing may attend any meeting of the Society including Board meetings.
- 4.7 The **quorum for all General and Special meetings** shall be the lesser of, 20 or 51% of total members in good standing, present in person at the start of the meeting
- 4.8 The **quorum for all Board meetings** shall be not less than 5 Directors present in person at the start of the Board meeting.
- 4.9 Voting at Society meetings:

CR1501095 0066

- a. Zone Delegates may vote at Annual General, General and Special Meetings of the Society. Such votes must be made in person and not by proxy or otherwise.
- b. Board Members may vote at Board meetings. Such votes must be made in person and not by proxy or otherwise.
- c. At any meeting of the Society a resolution put to vote is decided by a majority either by show of hands or by ballot. The Chairman shall not have a vote unless there is a tie vote in which case the Chairman will cast the deciding vote. Notwithstanding, a special resolution brought forward under article 6 or 7 must be decided by a 75% majority of those members eligible to vote present at the General or Special meeting.

Article 5 - Liability of Members

- 5.1 Although a Member that ceases to be a Member upon death, resignation or otherwise; he is liable for any debts owing the Association at the date of ceasing to be a Member.
- 5.2 No Member is, in his individual capacity, liable for any debt or liability of the Association

Article 6 - Borrowing Powers

- 6.1 For the purpose of carrying out its objects, the Society may not borrow money in any manner without the sanction of a **Special Resolution**, of the Society which is approved at a General or Special meeting of the society.

Article 7 Bylaws

- 7.1 The Bylaws of the Society may be rescinded, altered or added to by a **Special Resolution**, any such changes will have no effect until approved and registered by the Registrar of Corporations of Alberta (Under the Societies Act).
- 7.2 In these Bylaws, the singular shall include the plural and vice-versa; the masculine shall include the feminine and vice-versa.

Article 8 - Dissolution

- 8.1 Upon the dissolution and windup of the affairs of the society, any remaining assets will be transferred to Pickleball Canada.

Dated at the City of RED DEER, in the Province of Alberta, this 23 April of AD 2016

Signature: <i>Brenda Feser</i>	Address: 136 OAKWOOD CLOSE RED DEER, AB T4P 0C5
Print Name: BRENDA FESER	
Signature: <i>Brian Popowitch</i>	Address: 603 8th St. S.E. High River, AB TIV 1K1
Print Name: BRIAN Popowitch	

Signature: <i>[Handwritten Signature]</i>	Address: 50 Riverbrook Close W Wetmorebridge AB T1E1V8
Print Name: NILSA WONG	
Signature: <i>[Handwritten Signature]</i>	Address: 506 Crescent Rd NW Calgary AB T2M4A8
Print Name: BEVERLY WALKER	
Signature: <i>[Handwritten Signature]</i>	Address: 11 Willow Way Stony Plain, AB. T7Z 2W2
Print Name: LESLIE A SROGEN	
WITNESS	
Signature: <i>[Handwritten Signature]</i>	Address: 116 OAKSIDE Close SW CALGARY AB T2V 4T9
Print Name: JANICE MENARD	

CR1601095 0067