



**ROCKY
CURLING
CLUB
BYLAWS**

ROCKY CURLING CLUB BYLAWS

Article 1- Name

- a) The name of the society shall be Rocky Curling Club, hereafter denoted as R.C.C.

Article 2- Membership

- a) All paid members of the R.C.C
- b) Junior curlers actively participating in junior curling may, upon application, be members of the R.C.C, with all rights and privileges, except voting, and without membership fee assessment.
- c) Any member, upon 2/3 vote of the members in attendance at an annual, special, or general meeting of the society may be expelled from membership for any cause which the society may deem reasonable.
- d) Any member of the society may resign by giving notice to the Board of Directors of his/her intentions to do so either in writing or by electronic means (telephone, text, e-mail).

Article 3- Fees

- a) Each member shall pay a fee as determined by the Board
- b) The annual fee shall be paid not later than the 1st day of December.

Article 4- Board of Directors

The Board of Directors shall be composed of four (4) officers, and eleven (11) directors

- a) Officers and other Directors shall be elected from the members of the R.C.C. at large. Elections shall be held at the annual meeting. The officers and other Directors shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled by appointment of the Board of Directors, with such appointment to be effective until the successor is elected or appointed.
- b) Any member in good standing who is of the age of 18 years or greater shall be eligible for any office of the society.
- c) Meetings will be held as often as required and shall be called by the president. A special meeting may be called on the instruction of any two (2) Board members providing they request the president, in writing, to call such a meeting and the business to be brought before the meeting. Special meetings of the Board shall be called by eight (8) days notice in writing by mail, or by three (3) days notice by electronic means.
- d) An officer must be at least eighteen (18) years of age effective the date of assuming office.
- e) On any question to be put to a vote at a meeting of the Board, each Board member shall have one vote.
- f) A meeting of the Board may be held, or a person may participate by means of telephone, electronic, or other communication facilities which permit all persons in the meeting to effectively communicate with each other. The Board may set out any rules or policies with respect to the use of such facilities and the manner in which such meetings shall be appropriately conducted. Any board member so participating in such a meeting shall be deemed to be present in person.
- g) It shall be the duties of the Board of Directors to manage the affairs of the society.
- h) Any officer upon 2/3 vote by all members of the society in good standing attending an annual, general, or special meeting may be expelled from membership for any cause that is deemed reasonable by the society.
- i) A quorum at a meeting of the Board of Directors shall be one-half of the serving Directors of the society.
- j) Notwithstanding any other provisions contained herein, spouses or adult interdependent partners ("domestic partners") may not serve as Directors at the same time. Should both members of a domestic partnership be elected to serve as directors at the same time, the President shall choose which partner may continue to serve on the Board. The vacancy created by the partner not so chosen shall be filled in accordance with the provisions in Article 4 of these bylaws. This provision shall apply whether the domestic relationship exists prior to being elected to the Board or is formed during the course of their tenure on the Board.

Article 5- Officers

Officer positions are President, Vice President, Secretary, and Treasurer.

- a) President- He shall, when present, preside at all meetings of the R.C.C. and of the Board. In his absence the Vice-President shall preside at any such meetings, and in the absence of both, a chairman may be appointed by the meeting to preside. The president shall have signing authority.
- b) Vice-President- The Vice-President shall preside over any meetings of the R.C.C. in the absence of the President. The Vice-President shall assist the President when requested. The Vice-President shall have signing authority.
- c) Secretary- The Secretary shall attend all meetings of the R.C.C. and the board, and shall keep accurate minutes of the same. He/she shall have charge of all correspondence of the R.C.C., under direction of the President and the Board. He/she shall keep such records and correspondence as directed by the Board.
- d) Treasurer- The treasurer shall receive all monies paid to the R.C.C. and shall be responsible for the deposit of same in whatever bank the board may order. He/she shall properly account for the funds of the R.C.C. and keep such books as may be directed. He/she shall present a full detailed account of receipts and disbursements to the board whenever requested and shall prepare for submission to annual meeting a statement duly audited as hereinafter set forth of the financial position of the R.C.C. and submit a copy of same to the secretary for the records of the R.C.C. The office of the secretary and treasurer may be filled by one person if any annual meeting for the election of officers shall so decide. The Treasurer shall have signing authority.

Article 6- Auditing

- a) The books, accounts, and records of the Treasurer and Secretary shall be audited at least once a year by a duly qualified accountant or by two (2) members of the society elected for the purpose at the annual general meeting. A complete and properly reviewed statement of the standing of the books for the previous fiscal year shall be submitted at the annual general meeting of the society.
- b) 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 having charge of the same. Each officer of the board shall, at all times, have access to such books and records.

Article 7- Meetings of the membership

- a) The society shall hold an annual meeting on a date decided by the serving Board each year, of which due notice of the meeting shall be given to all members electronically, by telephone, or in writing at least fourteen (14) days prior to the meeting date.
- b) General meetings of the society may be called at any time by the Secretary upon the instructions of the President or Board by notice given to all members electronically, by telephone, or in writing to the last known address of each member delivered in the mail fourteen (14) days prior to the date of the meeting.
- c) A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third (1/3) of the members in good standing, setting forth the reasons for calling such meeting, which shall be electronically, by telephone, or in writing to the last known address of each member delivered in the mail fourteen (14) days prior to the date of the meeting.

Article 8- Voting

- a) Any member in good standing shall have the right to vote at any annual, special, or general meeting. Such votes must be made in person. Voting by proxy shall not be allowed.
- b) A quorum at a meeting of the members shall be sixteen (16) members.

Article 9- Remuneration

- a) The members of the board of directors shall not be paid any remuneration for their services to the society.

Article 10- Protection of Directors

- a) Every director of the society or other person who has undertaken, or is about to undertake any liability on behalf of the R.C.C., and their heirs, executors and administrators, and estates and effects, respectively shall from time to time, and at all times, be indemnified and save harmless, out of the funds of the R.C.C. from and against: All costs, charges, and expenses whatsoever which such officer or other person sustains or incurs in or about any action, suit, or proceeding which is brought, commenced or prosecuted against him for and in respect of any act, deed, matter or thing whatsoever made, done, or permitted by him in or about the execution of the duties of his office unless sustained or incurred through his own dishonesty, willful neglect or default: and all other cost, charges, and expenses which he sustains or incurs in or about in relation to the affairs thereof, except such costs, charges, or expenses as are occasioned by his own dishonesty, willful neglect or default.
- b) No Director shall be liable for the acts, receipts, neglect or defaults of any other director or employee of the R.C.C. or for joining in any receipts or other act for conformity or for any loss, damages, or expenses happening to the R.C.C. through the insufficiency or deficiency of title to any property acquired by order of the Board of Directors on behalf of the R.C.C. or for the insufficiency or deficiency of any security in or upon which any of the monies of the R.C.C. may be invested or for any loss or damage arising from the bankruptcy, insolvency, or torturous act of any person, firm, or association which whom or which any monies, securities, or effects may be lodged or deposited or for any other loss, damages, or misfortune whatever which may happen in execution of the duties of his office or trust or in relation thereto unless the same shall happen by or through his own dishonesty, or his own willful actor his own willful default.

Article 11- Removal of Director

- a) Any Director of the R.C.C. may be removed from office upon majority vote of the Board.

Article 12- Borrowing Powers

- a) For the purpose of carrying out its objects, the R.C.C. may borrow or raise or secure the payment of the money in such a manner as it sees fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the R.C.C., and in no case shall such debentures be issued without the sanction of a special resolution of the R.C.C.

Article 13- By-laws

- a) The by-laws may be rescinded, altered, or added to by special resolution of the members.
- b) The society shall not have a seal.

Article 14- Amendments to By-laws and Rules

- a) The board of directors may pass by-laws not contrary to law or to the incorporating documents to regulate the conduct and affairs and all particulars of the R.C.C. and may repeal, amend, or re-enact any bylaw or part of any bylaw, but no such bylaw shall be enforced or acted upon until sanctioned by the members at an annual meeting with a $\frac{3}{4}$ majority vote of those members present..
- b) Notice in writing of any proposed by-law or repealing, amendment, or re-enactment of any by-law shall be given to the board of directors with at least sixty (60) days notice before the annual meeting at which the proposed by-law or by-law amendment will be considered.
- c) The Board of Directors shall submit to the members of the R.C.C., at least forty five (45) days before the general meeting, copies of all proposed by-laws or amendments of which he/she has received notice.

Article 15- Employment and Contracts

- a) The Board of Directors may, as required, employ or contract individuals, organizations, companies to fulfill the mandate and responsibilities of the R.C.C.

Article 16- Rules Governing Curling

- a) The R.C.C. rules and special rules of national competition in force when this by-law comes into force shall continue in force until repealed, amended, or re-made by majority vote at the annual meeting.
- b) Notice, in writing, of any proposed rule changes shall be given to board of directors sixty (60) days prior to annual meeting at which the proposed changes are to be considered.
- c) The board of directors shall submit to the membership of the R.C.C. at least forty five (45) days before the annual meeting at which the proposed rules or amendments will be considered.
- d) Rules of the game adopted by the Canadian Curling Association at annual meetings will automatically be adopted by the R.C.C.

Article 17- Business of the R.C.C. and Dissolution of the R.C.C.

- a) The business of the R.C.C. shall be carried on without purpose of gain for its members and any profit or accumulation of assets shall be used for promoting its objects.
- b) In the event of the dissolution of the R.C.C., all of its remaining assets, after payment of its liabilities, shall be distributed to one or more recognized charitable or non-profit curling organization in Canada.