

# WEYBURN SYNCHRO STARS SASKATCHEWAN

## BYLAWS

### DEFINITIONS AND INTERPRETATION:

#### A. Generally:

In these bylaws, unless the context otherwise requires, any word(s) or expression defined or used but not defined shall have the same meaning as in The Non-Profit Corporations Act of the Province of Saskatchewan. Words importing the singular shall include the plural, vice versa, words importing the feminine gender shall include the masculine gender, and words importing persons shall include bodies corporate.

#### B. Where they appear in these bylaws:

- a) "CASSA" shall mean the Canadian Amateur Synchronized Swimming Association, Inc.
- b) "Director(s)" shall mean the Directors of the Weyburn Synchro Stars Saskatchewan
- c) "Amateur" shall mean a synchronized swimmer as interpreted and further defined by the Canadian Amateur Synchronized Swimming Association, Inc.- Saskatchewan Section.
- d) "Rules and Regulations" shall mean rules and regulations of the Weyburn Synchro Stars
- e) "Member in Good Standing" shall be a member who has paid their Synchro Saskatchewan affiliation fee and Weyburn Synchro Stars fees and adheres to the bylaws and policies of the Club

C. The interpretation of these bylaws and regulations or of any other matters not, provided for herein shall be referred to the Board of Directors of the Section ~whose decision in the matter shall be final.

#### D. Conduct

At all meetings of the Section, the latest revised edition of Robert's Rules of Order shall serve as a guide for the conduct of business.

##### 1. NAME

The name of the Club shall be "Weyburn Synchro Stars."

##### 2. AREA

2.1 The area in which the Section will operate is in the Province of Saskatchewan.

##### 3. JURISDICTION

The Section shall exist solely for the governance of its members and shall regulate and control all matters related to amateur synchronized swimming within Weyburn Saskatchewan

#### **4. PURPOSE**

The Section is a sport governing body dedicated to the promotion and development of synchronized swimming in Saskatchewan.

#### **5. OBJECTIVES**

The Section shall be a non-profit organization whose objectives are:

- a) To foster and make available the opportunity to participate in synchronized swimming at all levels of skill development;
- b) To develop and mentor high quality coaches;
- c) To assist in the nurturing of high quality athletes at all levels;
- d) To provide an efficient infrastructure for synchronized swimming programming;
- e) To develop a financial resource base for club operations;
- f) To increase the profile and image of synchronized swimming in Weyburn, Saskatchewan;

#### **6. MEMBERSHIP**

##### **6.1 Classes of Membership**

Members of the Section shall consist of:

- a) Members of the Board of Directors;
- b) Voting Members at General meetings
  - i) All Coaches over the age of 18 years of age
  - ii) Individual Members:
  - iii) Parents that have paid membership fees
  - iv) Individuals, groups, organizations interested in synchronized swimming and desiring to promote the purpose and objectives of Weyburn Synchro Stars who have affiliated with the Club

**6.2** The Board of Directors shall determine the conditions for membership.

**6.3** Membership fees payable to the Club shall be prescribed by the Board.

**6.4** Admittance of members is effective upon confirmation at a meeting of the Board and such confirmation shall only be withheld for good and sufficient reason as prescribed in the Discipline Policy and shall be so recorded.

**6.5** Every member shall uphold the Articles and comply with the Bylaws and Policies of the Club.

- 6.6 Upon termination of membership for cause or otherwise, members are not entitled to any refund of membership fees paid.
- 6.7 To maintain status in good standing, members shall meet the conditions for membership established by the Board.
- 6.8 Any member may submit to the Section notice of any matter that it proposes to raise and discuss at a Special and/or Annual General Meeting and notice of the proposal shall be given with the notice of the so named meeting.
- 6.9 Any conflicts that cannot be resolved at the club level will be forwarded to the Synchro Sask Dispute Resolution Committee
- 6.10 Term of membership shall begin with the payment of all registration fees to Weyburn Synchro Stars.

## **7. MANAGEMENT**

The property and business of the Section shall be managed by the Board of Directors which shall be responsible to the membership and shall do all such things and perform all such acts as may be necessary for the proper conduct of the Section in accordance with the Non-Profit Corporations Act and with the Articles and Bylaws of the Section.

## **8. BOARD OF DIRECTORS**

- 8.1 The Board of Directors shall be elected at the Annual General Meeting from the membership of the Weyburn Synchro stars over the age of eighteen
- 8.2 Only members in good standing are eligible to stand for election to the Board.
- 8.3 The Board of Directors shall consist of a minimum of five including: President, Treasurer, Secretary, Coach Liason and a Director. Elected directors shall assume office immediately following the meeting at which they were elected and hold office until the Annual General Meeting the following year, which concludes their term. All directors may choose to let their name stand for consecutive terms.
- 8.4 A minimum of two Board member positions will be filled by representatives of parents of the club.
- 8.5 Directors are expected to demonstrate an ongoing interest in the affairs of Weyburn Synchro Stars to attend meetings whenever possible; and to under take other assignments in support of the Club including active membership on one or more committees. Failure to fulfill these responsibilities may lead to review of the director's status by the Executive.
- 8.6 Directors retiring from office shall be deemed to hold office until the conclusion of the meeting at which they retire.
- 8.7 In the event of a vacancy on the Board, of the President, Secretary, Treasurer or Coach Liason, the Board of Directors shall call a meeting to fill such vacancy until the next Annual General Meeting at which time the vacancy shall be filled by election for the unexpired term of office. Such appointment must be ratified by a majority vote of the Board.

- 8.8** Should the immediate President resign; the position shall be left vacant. And a Annual General Meeting of the Weyburn Synchro Stars shall be held to fill the office of President.
- 8.9** A Director may be removed before expiration of his/her term of office according to The Non-Profit Corporations Act only in a manner consistent with Synchro Saskatchewan's Discipline Policy.
- 8.10** Where there is a vacancy in the number of Directors, the remaining Directors may exercise all powers of the Directors as long as a quorum remains in office.
- 8.11** No Director may be an employee of the Section.
- 8.12** Directors shall serve without remuneration and no Director or their immediate family shall directly or indirectly receive any benefits from his/her position as such, with the exception that s/he be reimbursed expenses incurred in the performance of his/her duty in connection with the work of the Section. Special consideration in the form of honorarium may be given Director(s) for exceptional contributions to the Section.
- 8.13** It shall be the duty of each Director who is directly or indirectly interested in a contract or arrangement or proposed contract or arrangement with the Section to declare such interest and to refrain from voting in respect of such contract or arrangement or proposed contract or arrangement.

## **9. BOARD MEETINGS**

- 9.1** There shall be a minimum of four Board meetings in each fiscal year to be held at such time and in such place, as the President shall designate. At each board meeting notice of subsequent meeting will be given.
- 9.2** A Director may waive notice of a meeting by his attendance at a meeting or, if not in attendance, by so stating by letter, or by telephone or otherwise.
- 9.3** Board meetings may be called by the President or shall be called upon the written request of a minimum of two or more Directors.
- 9.4** Each Director is entitled to one vote.
- 9.5** A majority of the Board Members shall constitute a quorum for a meeting of the Board.

## **10. DUTIES AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS**

- 10.1** To perform such duties and take such actions as may be necessary in managing the activities and affairs of the Weyburn Synchro Stars.
- 10.2** To elect from the membership at the first meeting following the Annual General Meeting such Standing Committee Chairs as are necessary for the administration of the Section, each of whom may, but need not necessarily be, a member of the Board. All such chairs shall hold office for one term and may be re-elected without restriction.

- 10.3** To appoint Special Committees from time to time, as deemed necessary. Duties of such committees and their term of office shall be prescribed by the resolutions, which create them.
- 10.4** To establish terms of reference and approve membership of committees, provide resources for committee functions, ensure committee reporting procedures and maintenance of policy documents.
- 10.5** To present the approved financial statements at the Annual General Meeting
- 10.6** To appoint signing officers.
- 10.7** To receive and act upon concerns relative to the Section.
- 10.8** To exercise financial control over the affairs of the Section by maintaining proper records and accounts of all transactions of the Section.
- 10.9** To be responsible for the securing, control and accounting of the finances of the Section and for placing and keeping all operating funds of the Section in legal accounts approved by the Board.
- 10.10** To approve financial statements, the budget submission and annual budget.
- 10.11** To prescribe the manner in which cheques, agreements, letters, contracts and other documents shall be signed on behalf of the Section.
- 10.12** To determine the conditions for membership in the Section.
- 10.13** To set all fees.
- 10.14** To take such steps as deemed necessary to enable the Section to receive donations and benefits for the purpose of furthering the objectives of the Section.
- 10.15** To be responsible for the appointment of such employees as deemed necessary, to prescribe their duties, to determine policies relative to those appointments and assess their performance.
- 10.16** Minutes of Board Meeting shall be circulated to all board members and made available to any club member upon written request.

## **11. SPECIAL GENERAL MEETINGS**

- 11.1** Special General Meetings of the Section may be called:
  - a) On the order of the President whenever it is deemed necessary; or shall be called:
  - b) At the request of the majority of the Board; or
  - c) On the written request of at least 25% of the voting membership in good standing

Such requests must set forth the purpose of the meeting. The only business that can be conducted during the Special General Meeting is the purpose for which it was called and included in the notice calling the meeting.

**11.2** Meetings must be held within thirty (30) days of the request at such time and place as the Board may decide. Extensions may be approved by the members requesting the meeting.

**11.3** If Special General Meeting involves time sensitive issues the meeting must be held accordingly.

## **15. VOTING**

**12.1** At Executive and Board Meetings:

a) Except the President, each member of the Board of Directors shall be entitled to one vote on each question at any meeting of the Board;

b) The President shall have the deciding vote in case of a tie;

c) No proxy votes shall be permitted;

d) Voting shall be by a show of hands unless a ballot is requested by a members of the Board either before or after a vote by show of hands;

e) In all voting matters a simple majority shall decide;

f) Abstentions are not counted when establishing a majority vote;

g) A motion to destroy all ballots shall be made prior to the conclusion of the meeting.

**12.2** At Annual or Special General Meetings:

b) Only members of the Association in good standing are eligible to vote.

e) The President shall vote only in the case of a tie.

f) Only members as outlined in Article 15.2 sections c-f are entitled to vote.

g) No person shall be entitled to more than one vote, irrespective of the number of positions held.

h) No proxy votes shall be permitted.

i) Voting shall be by show of hands unless a ballot is requested by a voting member either before or after a vote by show of hands. Two non-voting volunteer shall be appointed by the President and approved by the voting members when votes are taken by ballot. A majority of voting members present shall constitute the quorum for the transaction of business at that meeting-

j) In all voting matters a simple majority shall decide.

k) Abstentions are not counted when establishing a majority vote.

l) A motion to destroy all ballots shall be made prior to the conclusion of the meeting.

### **13. RULES AND REGULATIONS**

The Board of Directors may prescribe such rules and regulations consistent with these bylaws relating to the management and operation of the Weyburn Synchro Stars

### **14. FISCAL YEAR**

The fiscal year of the Weyburn Synchro Stars shall be from August 1 to July 31.

### **15. AMENDMENTS OF BYLAWS**

- 15.1** Bylaws of the Section may be repealed or amended by a quorum of the Board of Directors and must be sanctioned by a majority of the votes cast at an Annual or Special General Meeting of the Weyburn Synchro Stars
- 15.2** If any bylaws or any amendment or repeal thereof is rejected by the members or is not submitted to the next meeting of the members, the bylaws, amendment or repeal thereof ceases to be effective and no subsequent bylaws, amendment or repeal having substantially the same purpose or effect shall be effective until confirmed or confirmed as amended by the members.
- 15.3** Amendments to the bylaws shall become effective immediately upon adoption unless the motion to adopt or a previous motion specifies otherwise.
- 15.4** Any member in good standing supported by a seconded may propose amendments to the bylaws by submitting written Notices of Motion to the President at least 30 days prior to the Annual or Special General Meeting at which such amendments are to be considered.
- 15.5** The membership of the Section shall be notified of amendments to the bylaws within 30 days of their adoption at an Annual or Special General Meeting.

### **16. ANNUAL MEETING**

- 16.1** The Annual General Meeting of the membership of the Section shall be held at such time and place as determined by the Board of Directors for the purpose of receiving and approving reports of the auditor and the Board of Directors, electing the Board of Directors, appointing auditors for the ensuing year and for the transaction of such other business relative to the affairs of the Section as may properly be brought before the meeting.
- 16.2** A call for notices of motion for the Annual General Meeting shall be sent to the Board of Directors and individual members 30 days prior to the Annual General Meeting.
- 16.3** The President of the Section shall cause to be forwarded not less than 15 days or more than 30 days prior to the Annual or Special General Meeting a written notice of the meeting, its location, date, time, agenda, all notices of motion, and for a Special General Meeting, the reasons

therefore to the Board of Directors, Chairs of Standing Committees, affiliated membership and to the auditor.

**16.4** The Membership shall be notified in writing of such meetings. All such notices may be sent by ordinary prepaid mail or electronic mail to the last known address and shall be deemed to have been received on the day following their posting.

**16.5** Notice to the public at large of such meetings may be made through the press and/or other means as deemed necessary by the Board.

## **17. WAIVER OF NOTICE**

Any person entitled to attend a meeting of members may in any manner waive notice of the meeting.

## **18. AUDITORS**

**18.1** The auditor shall be appointed by the members of the Section at the Annual General Meeting for the purpose of auditing the accounts of the Section.

**18.2** The auditor so appointed shall hold office until the next Annual General Meeting.

**18.3** The Board may fill any casual vacancy in the office of the auditor by resolution.

## **19. BORROWING AND INVESTMENT POWER**

**19.1** For the purpose of carrying out the objectives of the Section, the Board may:

- a) Borrow money on the credit of the Section not exceeding 10% of the annual budget;
- b) Approval must be obtained at a General Meeting to borrow funds in excess of 10% of the annual budget;
- c) Secure the payment of monies borrowed in such manner as it sees fit.

**19.2** The Board of Directors shall have the power to invest the funds of the Section in such manner as it may deem advisable in the best interests of the Weyburn Synchro Stars.

## **20 DISSOLUTION**

Subject to Section 192 of the Non-Profit Corporations Act, on dissolution of the Section, its assets shall, after satisfying its liabilities, be donated to such charitable Organizations in Saskatchewan, which has like or similar objectives as the Section and which is recognized as such by the Department of National Revenue, Taxation Division; and the particular organization to receive said assets shall be selected by the members of the Section, or by the Board of Directors, as the members may decide.

## **21 CUSTODY AND USE OF SEAL**

The official seal of the Section shall be in the custody of the person as be designated by the Board, and all papers or documents required to be sealed on behalf of the Section shall be sealed in the presence of the President and/or the Secretary or of such other person(s) as may be designated by resolution of the Board. Any document certified by the designated representative of the Section shall be deemed to be properly certified.