

**BYLAWS of
Alberta Target Archers Association (operating as Archery Alberta)**

Revision: March 25, 2013

Article 1 – PREAMBLE

1.1 Name

The name of the Society shall be Alberta Target Archers Association (also known as Archery Alberta), and referred to as Archery Alberta in these Bylaws.

1.2 Bylaws

The following articles set out the Bylaws of Archery Alberta.

Article 2 – ARCHERY ALBERTA MEMBERSHIP

2.1 Membership

2.1.1 Any individual, family or club may become a member of the appropriate membership category by meeting the requirements outlined in these Bylaws. There are two ways an individual or family can become a member.

2.1.2 Any individual or family can join through their local archery club where they will pay a joint fee for the club and Archery Alberta. All memberships will be entered as a Member under the appropriate category once their local club has submitted the list of paid members, or

2.1.3 Any individual or family may pay the membership fee directly to Archery Alberta without joining a local club.

2.1.4 Each individual member enrolled through a club will have all rights and privileges in Archery Alberta.

2.1.5 Membership with Archery Alberta automatically includes membership in the Federation of Canadian Archers, also known as Archery Canada.

2.2 Membership Categories - There are five categories of membership with Archery Alberta.

2.2.1 **Adult Membership:** Any person over the age of 18 years may become a full member upon payment of the adult membership fee to Archery Alberta.

2.2.2 **Family Membership:** A family membership will be granted to an applicant family composed of 3 or more persons who have paid their Alberta Archery family membership fees. For this purpose a family is defined as 1 or 2 individuals who are residing in the same house and where the dependent child or children is under the age of 18 and is a legal dependent of at least one of the individuals.

2.2.3 **Youth Membership:** Any person under the age of 18 years may become a youth member upon payment of the youth membership fee to Archery Alberta.

2.2.4 **Honorary Membership:** An honorary membership may be nominated by the Executive Board, and approved by the membership, for special merit service or contribution to Archery Alberta, as determined on a case by case basis. An Honorary Life member shall have all the privileges of an adult member, but is not required to pay annual dues.

2.2.5 **Club Membership:** A club membership will be granted to any club whose major aim is to promote and practice archery and is registered under the Societies Act of Alberta. The club will pay the required club membership registration fee and satisfy the criteria established by Archery Alberta, and in accordance with the Archery Canada (FCA) PSO Agreement.

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2.3 Membership Fee

- 2.3.1 Membership fees for all categories of membership will be set, and any changes deemed necessary made, by the Executive Board of Archery Alberta by September 1st of the previous year.
- 2.3.2 The membership year for Alberta Archery is January 1 to December 31.
- 2.3.3 Membership fees paid beginning October 1st of the previous year will extend into the following year.

2.4 Rights and Privileges of Members

- 2.4.1 Any member in good standing is entitled to all rights and privileges as identified for each membership category. A member in good standing is a member who has paid the membership fee or other fee required of Archery Alberta and is not suspended as a member under Article 2.7.
- 2.4.2 Adult members and honorary members in good standing will each have one vote, while family members in good standing will have a number of votes corresponding to the number of adults in the family.
- 2.4.3 Youth and club members do not have voting rights.

2.5 Withdrawal (Resignation)

- 2.5.1 Any member wishing to withdraw may do so upon submitting a notice in writing (letter or email) to the Secretary of Archery Alberta.
- 2.5.2 Upon receipt of the notice the member's name will be removed from the membership list.

2.6 Termination of Membership

- 2.6.1 Membership in all classifications, other than honorary members, shall terminate on December 31st of each year, provided however that the rights and privileges of membership shall continue until January 31st. If the membership is not renewed by that date all rights and privileges of membership shall cease. If the member chooses to renew the membership after January 31st, the rights and privileges of membership shall not commence until the required application has been made and fees paid.

2.7 Suspension of Membership

- 2.7.1 Membership with Archery Alberta is a privilege. Any member determined by the Executive Board to have contravened ethical, moral and/or legal standards regarding the interests of Archery Alberta will have their membership suspended for the remainder of the membership year. No member shall be suspended without being notified of the reasons within 30 days of the decision. The member does have the right of appeal to the Executive Board at a meeting called for that purpose, and the Executive Board may reinstate the member. If the Executive Board upholds the suspension, the member can apply for reinstatement for the following year to the Executive Board. A suspended member shall not be reimbursed their membership fees.

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Article 3 – Meetings of Archery Alberta

3.1 Annual General Meetings (AGM)

- 3.1.1 There will be a general meeting of Archery Alberta held annually at a location determined by the Executive Board.
- 3.1.2 The notice for the Annual General Meeting (AGM) will be sent to the membership, at least 21 days prior to the meeting. The meeting notice will state the place, date and time of the AGM, and any business requiring a Special Resolution. The notice will be given through email to each member and posted on the Alberta Archery website. A member who wishes to receive notice by mail may make such a request, in writing, to the Secretary who shall provide notice by mail that is postmarked no later than 21 days prior to the meeting.
- 3.1.3 Quorum: At each AGM the quorum shall be twenty-five (25) voting members.
- 3.1.4 Agenda: The purpose of the AGM is to review the financial statements, elect the board of directors, accept and table reports, appoint auditors, and accept and approve resolutions and any other business as identified in the meeting notice.
- 3.1.5 The business of the AGM will be conducted in accordance with agreed standard parliamentary procedures, and will default to Roberts Rules of Order, if no other alternate parliamentary procedures are agreed to by the majority of the Executive Board prior to the AGM.
- 3.1.6 Voting privileges: Members shall have voting privileges as set out in these Bylaws.
- 3.1.7 There shall be no voting by proxy at any meeting of the membership, Executive Board and Committees.

3.2 Special General Meetings

- 3.2.1 A special general meeting shall be called by the President upon the written requisition of five (5) Directors, or upon the written requisition of two hundred (200) voting members of Archery Alberta.
- 3.2.2 Only those matters set out in the notice of special general meeting are to be discussed at the meeting.
- 3.2.3 Notice of a Special General Meeting: Notice for Special General Meetings will be given in the same manner as for Annual General Meetings.
- 3.2.4 Voting rules for Special General Meetings are the same as the Annual General Meeting.

Article 4 – Executive Board Nomination and Elections

4.1 Composition of the Executive Board

The Executive Board, elected by the general membership shall be composed of the following Directors:

President
Vice-President
Past-President
Treasurer
Secretary

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Archery Canada Director
Junior Program Director
Two (2) Directors at Large

4.2 Terms of Office

- 4.2.1 Each Executive Board Member elected at the AGM will serve a two (2) year term.
- 4.2.2 Voting members may re-elect any Executive Board Members for a maximum of three (3) consecutive terms.
- 4.2.3 The terms of the Executive Board will be as follows:
- 4.2.4 The Past President will stay on the board for an additional two-year term once they have completed their term as President.
- 4.2.5 Elections will be staggered in the following manner. The following will be elected in even-numbered years:

President
Secretary
Junior Program Director
Director at Large

The following will be elected in odd-numbered years:

Vice President
Treasurer
Archery Canada Director
Director at Large

4.3 Elections of the Executive Board

- 4.3.1 Any voting member, 18 years or older and is a member in good standing is eligible to run for office for the Executive Board.
- 4.3.2 Elections to the Executive Board will be held at the Annual General Meeting of Archery Alberta after all other business and reports have been completed.
- 4.3.3 No more than three (3) members from the same member Club can occupy executive positions with Archery Alberta at the same time.
- 4.3.4 The Vice-President shall be responsible for assembling an official slate of candidates, and he/she shall be chairman of the meeting during elections.
- 4.3.5 Candidates for election to any position may make their names known to the Vice-President in writing, at any time prior to the vote being called or nominations from the floor will be accepted. Candidates for election need not be present, but if they are not, a signed notice of intent to stand for office must be in the hands of the Vice-President prior to the vote being called.
- 4.3.6 A separate ballot shall be cast for each position, which shall be filled by a simple majority vote of those in attendance at the AGM.

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4.4 Board Vacancy

- 4.4.1 A member of the Executive Board may resign from office by giving one (1) months' notice in writing. The resignation takes effect either at the end of the months' notice or on the date the Executive Board accepts the resignation.
- 4.4.2 Executive Board members who miss three (3) consecutive meetings will be considered to have resigned their position on the Executive Board. Exceptions include emergencies and absence with notification. In the absence of a member, any required reporting should be given to another Executive Board member to present on the member's behalf.
- 4.4.3 Executive Board members may recommend the removal of any director including the president and past president before the end of their term. A Special General Meeting must be called to ratify the recommendation and must be passed by a majority voting members in attendance.
- 4.4.4 If there is a vacancy on the Executive Board the remaining Directors may appoint a member in good standing to fill that vacancy until the next Annual General Meeting. This does not apply to the immediate past President Position, which will remain vacant until filled by the retirement of the current President.
- 4.4.5 If no one is appointed to the vacant position, the Executive Board has the authority to ask a current board member to take on the responsibilities of the vacant position, until such time as the vacant position is filled.

Article 5 - Functions of the Board, Duties and Responsibilities

The Executive Board governs and manages the affairs of Archery Alberta. The Executive Board may hire a paid Administrator to carry out management functions under the directions and supervision of the Board.

5.1 Powers and Duties of the Executive Board

- Promoting the objects of Archery Alberta
- Promoting membership.
- Determining membership and registration procedures and member fees, dues, charges and other requirements
- Maintaining and protecting Archery Alberta assets and property.
- Preparing and approving the Annual Budget
- Paying all expenses for operating and managing Archery Alberta
- Paying persons for services, including honorariums, and protecting persons from debts of Archery Alberta.
- Develop investment polices to secure extra financial assets of Archery Alberta
- Making and approving policies and procedures for the management and governance of Archery Alberta
- Maintaining all accounts and financial records, including approval of all contracts
- Appointing legal counsel as necessary.
- Selling, disposing of, or mortgaging any or all of the property of Archery Alberta
- Without limiting the general responsibilities of the Board, delegating its powers and duties to a committee or paid administrator of Archery Alberta

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5.2 Term of Office Commencement

5.2.1 The Executive Board shall assume office immediately following the Annual General Meeting.

5.3 Transfer of Records

5.3.1 It shall be the responsibility of each out-going Executive Board member to transfer all materials and records pertaining to their past office, to the newly elected member of the position, at, or prior to the first Executive Board meeting following the AGM.

5.4 Meetings of the Executive Board

5.4.1 The Executive Board shall meet at least six (6) times yearly, with a minimum of two face-to-face meetings per year. Attendance via conference call is considered present for the meeting.

5.4.2 The President calls the meetings and sets the date and time of the meetings.

5.4.3 The Secretary will send a meeting notice to all Executive Board members at least fourteen (14) days prior to the meeting date.

5.4.4 At meetings of the Executive Board, the quorum shall be five (5) voting members present.

5.4.5 Each Executive Board member, including the President, has one (1) vote.

5.4.6 The President does not have a second vote in the case of a tie vote. A tie vote means the motion is defeated.

5.4.7 Archery Alberta members may request attendance at the Executive Board Meeting from time to time to make a presentation. The request to attend the meeting must be made in advance with prior notice to the President. The members making the presentation will only participate in that portion of the meeting that is related to their presentation. A majority of the Executive Board members may ask any other members, or other persons present, to leave.

5.5 Officers

5.5.1 The Officers of Archery Alberta are the President, Vice-President, Treasurer and Secretary.

5.6 Duties of the Officers

5.6.1 President

- Supervise the affairs of Archery Alberta.
- When present, chairs all meetings of Archery Alberta, including the AGM, and Executive Board meetings.
- Serves as the spokesperson for Archery Alberta.
- Ensure calendar of events of all activities six months prior to implementation, so all executive board members are aware of what is happening.
- Has the authorizing signature along with the Treasurer for funds disbursement.
- Prepare an annual President's Report detailing the achievement of Archery Alberta for the year.
- Prepare the proposed agenda for Executive Meetings and the Annual General Meeting.
- Delegate any of the above duties to other individuals or committees as appropriate.

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5.6.2 Vice President

- Presides at meetings in the President's absence.
- Provide assistance to the President where necessary, and replace the President at various functions when asked to do so by the President or by the Executive Board.
- Responsible for the control of the archives, shooting records, old retired trophies and current trophies.
- Chair the elections committee and supervise the election at the AGM.
- Carries out other duties as assigned by the Board.

5.6.3 Treasurer

- Manage the budgeting process.
- Keep accurate records of all incoming and outgoing monies and ensure that all monies are distributed to each program chairman and are accurately accounted for.
- Prepare an annual financial statement for the Annual General Meeting for all members to review.
- Work with the other Board members and coordinate a financial budget in conjunction with the Grants Committee Chairman and the Executive Board members for the upcoming year.
- Supply a signature along with the President's signature on all disbursements.
- Provide the audited statement for distribution to the members.

5.6.4 Secretary

- Take minutes of Board meetings and distributes to all members.
- Ensure that all minutes of the board-are given to the Website Editor.
- Ensure all meeting notices for Executive Board, Annual General and Special meetings are distributed according to notice requirements.
- Files the annual return, changes in the directors of Archery Alberta amendments in the bylaws and other incorporating documents with the Alberta Corporate Registry.
- Verify voting members for the AGM election of new board members.
- Respond to Executive Board correspondence as required.

5.7 Duties of Other Directors

5.7.1 Archery Canada Director

- Represents Archery Alberta on the Executive of Archery Canada Board of Directors.
- Receive and distribute information from Archery Canada to the Executive Board.
- Ensure Archery Canada is kept informed of Archery Alberta activities.
- When required provides a liaison between Alberta Archery members and Archery Canada, and vice versa.
- Compile annual PSO report to be presented to Archery Canada for their AGM.

5.7.2 Junior Program Director

- Organize provincial junior Mail Matches; tabulating scores and presenting awards.
- Promote the Archery Canada Junior Programs and other programs or services offered through the Long Term Athlete Development Program.
- Provide information and assistance when requested about the Junior Program.
- Work with the Coaching Director on developing coaching for juniors in the Province.

5.7.3 Directors At Large

- To undertake responsibilities as requested by the President in order to meet the needs of Archery Alberta membership.

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5.8 Standing Committees.

- 5.8.1 The Executive Board may delegate responsibilities to committees and task groups or other such mechanism as may be required to support the work of the Executive Board. All committees will be approved by, and shall report to, the Executive Board in accordance with the mission and objectives of Archery Alberta. The Board will determine the scope and level of authority for each committee as determined by a Board approved Committee Terms of Reference.
- 5.8.2 The Executive Board will establish the following standing committees:
- Finance Committee
 - Nominating Committee
- 5.8.3 The Finance Committee Members and Responsibilities
- The committee consists of the Treasurer, who is the Chairperson and a maximum of three other members appointed by the Board
 - The committee is responsible for
 - Recommending budget policies to the Board
 - Making recommendations for financial investment and expenditures
 - Coordinates the annual budgeting process
 - Arrange for annual audit of the books
 - Reporting the years activities to the AGM
 - Carrying out other duties as assigned by the Board
- 5.8.4 Nominating Committee members and Responsibilities
- The committee consists of the Vice- President who is the Chairperson and 2 other members appointed by the board.
 - The Committee is responsible for
 - Preparing the slate of nominees for the vacant positions on the Executive Board
 - Chairing the nomination at the AGM
 - Orienting new board members

5.9 Other Committees

- 5.9.1 The Executive Board will appoint a Chairperson for each of the following committees. The committee chair will then solicit committee members to support the work of the committee. The committees will include, but not be limited to the following
- Grants Committee
 - Zone Directors Committee (includes games)
 - Coaching Development Committee
 - High Performance Committee
 - Membership Committee
 - Judging Committee
 - Communication Committee, to include newsletter and website responsibilities.
- 5.9.2 Each committee chair will report to the Board in a process as outlined in Policy.
- 5.9.3 The Executive Board will also have the authority to establish ad-hoc committees or task groups as required.

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Article 6 – FINANCE AND MANAGEMENT

6.1 Finance and Auditing

- 6.1.1. The fiscal year for Archery Alberta is April 1 to March 31 of the following year.
- 6.1.2. The books, accounts, and records of the Treasurer shall be audited at least once a year by a duly qualified accountant, who is approved by the general membership at the AGM. If determined by the Board, two (2) members of Archery Alberta may be appointed by the Board to conduct the audit. The financial records will be approved by the Board no later than June 30 following fiscal year end.
- 6.1.3. The complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor(s) at the last meeting of the Executive Board before the new elections at the AGM. The book and records of Archery Alberta may be inspected by any member in good standing with seven (7) days notice for viewing, at the convenience of the Treasurer.

6.2 Remuneration

- 6.2.1 No remuneration or salary shall be paid to any Director or Officer of Archery Alberta.

6.3 Receipts

- 6.3.1 Reasonable expenses incurred while carrying out duties of Archery Alberta and in accordance with allowance plans, will be reimbursed if accompanied with receipts and with approval from the Executive Board.

6.4 Borrowing Power

- 6.4.1 For the purpose of carrying out its objectives, Archery Alberta may borrow or raise or secure the monies as it thinks fit and in particular by the issue of debentures. But these powers shall be exercised only under the authority of Archery Alberta, and in no case shall debentures be issued without sanction of a special resolution for Archery Alberta membership, through a written ballot.

6.5 Cheques and Contracts

- 6.5.1 Signing authority for monies in the general account of Archery Alberta shall be with the Treasurer together with either the President or Secretary of Archery Alberta. No more than three (3) Executive Board members shall have this signing authority at any one time.

Article 7 - Other Matters

7.1 Conflict of Interest

An elected or appointed member of Archery Alberta who has an interest, or who may be perceived as having an interest, in a proposed contract or transaction with Archery Alberta shall disclose fully and promptly the nature and extent of such interest to the Executive Board. That member in conflict will refrain from voting or speaking in debate on such contract or transaction and will refrain from influencing any decision made on such contract or transaction. Once the decision is made, the member will support the decision and carry on with their role as designated.

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7.2 Protection & Indemnity of Directors and Officers

- 7.2.1 Archery Alberta shall not be responsible for any indebtedness incurred by any member of Archery Alberta on behalf of Archery Alberta, except as provided by the Constitution and Bylaws of Archery Alberta
- 7.2.2 Archery Alberta will have Directors and Officers Liability Insurance for its board members. Archery Alberta indemnifies each director/officer against legal liability arising as result of their acts or commissions as director/officer, excluding acts or commissions of fraud.

Article 8 – Amending the Bylaws

8.1 Changes to the Constitution or By-laws

- 8.1.1. These Bylaws may be changed by a Special Resolution at any Annual General Meeting or Special General Meeting and passed by a 75% majority vote of the members in attendance.
- 8.1.2. The twenty-one (21) days' notice of the Annual General Meeting or Special General Meeting of Archery Alberta must include details of the proposed resolution to change the Bylaws.
- 8.1.3. No revisions, alterations or additions to the Bylaws will take effect until duly registered with the Alberta Corporate Registry.

Article 9 – Distributing Assets and Dissolving Archery Alberta

- 9.1 Archery Alberta does not pay any dividends or distribute its property to its members.
- 9.2 If Archery Alberta is dissolved, any funds or assets remaining after paying all debts are paid to an incorporated organization, selected by the membership.