

BYLAWS OF BATTLEFORDS SAILING CLUB

ARTICLE I – NAME AND COMPOSITION

- (1) This Society shall be known as the Battlefords Sailing Club and shall be composed of sailboat owners and other persons desirous of encouraging amateur sailing, board sailing and/or kayaking.
- (2) CHARTER MEMBERS shall be those persons on record as having paid full membership fees for the 1964 sailing season.

ARTICLE II – OBJECTIVE

The objective of the Society shall be to promote the sport of sailing, board sailing and/or kayaking.

ARTICLE III – FLAGS

The ensign of the club shall be the Saskatchewan flag.

ARTICLE IV – MEMBERSHIP

- (1) Membership in the Club shall be classified as follows: Family Membership, Associate Membership, Honorary Membership and Life Membership.
- (2) A person, family or organization desiring to become a member must apply in writing to the Directors of the Club and such application must be accompanied by the membership fees. Any member may withdraw from the Club at any time, by notice to the Club but upon withdrawal, the member shall not be entitled to a refund of any portion of the fees that may have been paid.
- (3) Any person, family or organization ceases to be a member of the Club 30 days after the annual assessment of fees if such fees remain unpaid.
- (4) A Family Member
 - (a) Shall be a person of good character who is a member of a single-family unit that has met the requirements set out in subsection (2) hereof.
 - (b) Each member of the single-family unit shall be entitled to all the privileges of the Club except that only one designated adult member of the single-family unit shall be entitled to vote at all meetings.
 - (c) The single-family unit shall designate in writing the adult member of the single-family unit that is entitled to voting privileges. Such designation shall be made at the time of the payment of the annual fees and shall remain in force from year to year unless changed in writing.
 - (d) A single-family unit shall consist of one or two adults, both of whom are over the age of 18, and their dependants, if any, as designated by the Canada Customs and Revenue Agency.
 - (e) An adult is a person 18 years of age or over.

- (5) An Associate Member shall be a member of a youth organization that the Club wishes to be affiliated with and has met the requirements set out in subsection (2) hereof. An Associate Member shall only be entitled to access to the club and use of the club facilities in the company of a responsible adult who is affiliated with the youth organization to which the youth belongs. An Associate Member shall not be entitled to the following privileges: voting at meetings, being eligible for office or being an individual key-holder. An Associate Member shall be entitled to be accompanied by their parents or legal guardians and shall not be entitled to bring guests to the club pursuant to Article V.
- (6) Honorary Member:
 - (a) The Lieutenant-Governor of the Province of Saskatchewan, the Premier of the Province of Saskatchewan, the Mayors of North Battleford and Battleford, Meota and Metinota, the executive and secretaries of all recognized Sailing Clubs extending the same courtesy to the Officers of this Club, together with any other persons designated from time to time by the Directors shall be Honorary Members of the Club for the current year
 - (b) Honorary Members shall be entitled to all privileges of the Club except voting at meetings and being eligible for office and shall not be liable to pay annual fees or dues.
- (7) A Life Member: Any Honorary Member may be designated from time to time as a Life Member by a majority vote of the membership present at any Annual General Meeting. A Life Member shall be entitled to all the privileges of the Club except voting at meetings and being eligible for office and shall not be liable to pay annual fees or dues.

ARTICLE V – GUESTS

- (1) A member may from time to time introduce any person of good character as a guest of the Club.
- (2) Any crew-member of a visiting sailboat shall be entitled to enjoy the guest privileges of the Club while the sailboat is participating in any Club activity or regatta.
- (3) Every guest introduced to the Club premises shall enter their name and address in the Guest Register and the name of the member who introduced them and the date and time of the admission.
- (4) Each member shall be present with, and responsible for, the guest introduced by that member.
- (5) The Directors of the Club may restrict the number of times any person may be introduced as a guest in any one year. This will be done at a meeting of the Directors where a quorum is present and will require only a simple majority vote. The Directors will only hold such a vote where any of them are of the opinion that the guest is using the Club facilities with such frequency that it is detracting from the other members of the Club.

ARTICLE VI – MEMBERSHIP FEES

- (1) The membership fees shall be prescribed by the members in general meeting.
- (2) The membership fees may include reasonable assessments including a refundable key deposit.
- (3) All membership fees and assessments are due and payable within 30 days of the Annual General Meeting.
- (4) The fees charged for Family Members may differ from the fees charged to Associate Members.

ARTICLE VII – FINANCIAL YEAR

The financial year shall end on the thirty-first (31) day of December or any other date fixed by the Club at a general meeting, and all accounts of the Club shall be closed on that date.

ARTICLE VIII – MEETINGS

- (1) The annual meeting of the Club shall be held on a date to be fixed by the Directors.
- (2) A special general meeting of the Club may be called by the Commodore as and when he/she considers necessary, but the Commodore shall call a special meeting when requested to do so in writing by 10 voting members or one-third of the voting membership, whichever is lesser.
- (3) Notice of a general meeting shall be given to the members no later than 30 days prior to the general meeting by advertisement and/or individual written notice.
- (4) One-third of the voting membership shall be personally present to constitute a quorum at any general meeting of the Club.
- (5) Voting shall be by ballot in the case of a contested election of officers and a show of hands in other cases except where a ballot is requested by at least three voting members.
- (6) There shall be no voting by proxy.
- (7) The Commodore or his/her designate shall be the Chairperson of all general meetings.

ARTICLE IX – AMENDMENT OF BYLAWS

These bylaws may be amended only in the manner provided by The Non-profit Corporations Act, 1995.

ARTICLE X – VOTING AND BUSINESS

- (1) Every Family Member designated in writing pursuant to Article IV (4) shall be entitled to vote.
- (2) When a motion has been defeated twice in one year, no further motion of the same nature shall again be introduced in that year.
- (3) A notice of motion shall be considered as bringing up for discussion the whole subject to which such notice relates, and when the same comes up for discussion, any amendment relating to such subject may be offered. But if the Chairperson of the meeting is of the opinion that any such amendment so materially alters the scope of the notice that a postponement of the discussion of the amendment is advisable, the Chairperson may adjourn the consideration thereof until the next meeting.
- (4) The order of business at all general meetings of the Club shall be:
 1. Reading of the notice of the general meeting
 2. Selection of the recording secretary
 3. Minutes of the previous meeting
 4. Business arising from the previous minutes
 5. Committee reports
 6. Election of officers
 7. New business
 8. Adjournment

ARTICLE XI – ELECTION OF OFFICERS AND COMMITTEES

- (1) Officers and committee members must be voting members of the Club in good standing.
- (2) Officers and committee members shall be nominated and seconded from the floor of the meeting.
- (3) A candidate selected shall secure a majority of the votes cast. In the case of two or more ballots being necessary, the candidate receiving the lowest number of votes shall be dropped at each succeeding ballot.
- (4) Voting for candidates shall be by secret ballot.
- (5) The recording secretary shall conduct the ballot.
- (6) Any issues that may arise during the voting process shall be decided by the recording secretary and his/her decision is final.

ARTICLE XII – DIRECTORS

- (1) The Directors shall consist of a Commodore, Vice-Commodore, Rear-Commodore, Harbor Master, and two other members as may be determined from time to time by the Club in a general meeting and in addition the immediate Past-Commodore shall be a Director ex-officio. The Past-Commodore, whether or not he holds another office shall be entitled to only one vote.
- (2) Subject to subsection 5, at the first Annual General Meeting of the Club and at each subsequent Annual General Meeting all the Directors shall retire from office.

- (3) Directors retiring from office shall be deemed to hold office until the conclusion of the meeting at which they retire.
- (4) A retiring officer shall be eligible for re-election.
- (5) The Club may by special resolution as defined by The Non-profit Corporations Act, 1995, remove any Director before the expiration of his term of office and may elect another person in his/her stead. The person so elected shall retire from office at the same time as the Director whom he/she is replacing would have retired.
- (6) The Directors may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they may determine.
- (7) Notice of Director's meetings shall be given to the Directors at least one week prior to the date of the meeting, provided however, that the Directors may meet on regular dates without notice, or may by unanimous consent meet at any time or place without notice.
- (8) A majority of the Directors shall personally be present to constitute a quorum for the purpose of a meeting of the Directors.

ARTICLE XIII – OFFICERS AND DUTIES

- (1) The Directors shall be as outlined in Article XII, subsection (1).
- (2) COMMODORE: It shall be the duty of the Commodore to take command of the Club, preside at all meetings and to be an ex-officio member of all committees, to enforce the bylaws and regulations and to generally carry on the work of the Club and promote its interests.
- (3) VICE-COMMODORE: It shall be the duty of the Vice-Commodore to assist the Commodore in the discharge of his/her duties, and in his/her absence to act in his/her stead.
- (4) REAR-COMMODORE: It shall be the duty of the Rear-Commodore to assist the Commodore and the Vice-Commodore in the performance of their duties and in their absence to act in their stead.
- (5) HARBOUR MASTER: It shall be the duty of the Harbor Master to oversee the maintenance and upkeep of the Club premises, property and grounds.
- (6) The Directors may appoint a secretary, a treasurer, or a secretary-treasurer and, such other officers as may be required and shall assign duties. All such officers may attend Directors meetings and may vote at such meetings. All such officers must be a Family Member of the club designated to vote pursuant to Article IV, subsection (4)(c).
- (7) TREASURER: The Treasurer who may be bonded by the Club is responsible for the following:
 1. Preparation and presentation of the annual budget;
 2. Maintenance of a proper bank account of the Club;
 3. Maintenance of a proper book of accounts
 4. The annual Financial Statement and other financial statements when required;
 5. Other financially related duties as required from time to time by the Commodore and Board of Directors.

- (8) SECRETARY: The Secretary is responsible for the following:
1. Keeping the minutes of the Directors meetings and Club meetings;
 2. The safe keeping of the books, records and papers of the Club and the minutes of the sub-committees of management
 3. Other secretarial duties as required from time to time by the Commodore and Board of Directors.

ARTICLE XIV – CUSTODY AND USE OF THE SEAL

The seal of the Club shall be in the custody of the Secretary or such other person as may be designated by the Directors and papers and documents required to be sealed on behalf of the Club shall be sealed in the presence of the Commodore and the Secretary or such other persons as may be designated by resolution of the Directors.

ARTICLE XV – CLUBHOUSE AND PREMISES

The Club House, grounds, buildings, water- crafts, property and other Club facilities shall be operated in accordance with rules from time to time made, altered, repealed or added to by the Board of Directors.

ARTICLE XVI – POWERS

- (1) The funds and property of the Club shall be used solely to further the objectives of the Club.
- (2) For the purpose of carrying out its objectives, the Club shall have the power to acquire and take by purchase, donation, devise, or otherwise, land and personal property, and may sell, exchange, mortgage, let, lease, improve and develop the same and may erect and maintain any necessary buildings. The Club may also borrow or raise or secure the payment of money in such manner as it deems fit, and in particular the issue of debentures. None of these powers shall be exercised except when approved by at least three-quarters of the membership present at a legally constituted general meeting. Debentures shall not be issued without the sanction of a special resolution of the Club.
- (3) The Club may if authorized by special resolution, subscribe to become a member of and co-operate with any other society or organization, whether incorporated or not, whose objectives are in whole or in part similar to its own.
- (4) The Club may designate other youth organizations as organizations whose members are entitled apply for Associate Memberships.

ARTICLE XVII – DISCIPLINE

- (1) If it comes to the notice of the Directors that any member has:
 1. Infringed any bylaw or regulation or rule of the Club, or

2. Been guilty of conduct unbecoming a member of the Club, or
 3. Acted contrary to the objectives or best interests of the Club;
- Such member may be expelled by the Directors or suspended from the privileges of the Club for such period as the Directors determine, provided that the Commodore shall have the power to suspend any member on similar grounds for a period not exceeding ten days.
- (2) Any expulsion or suspension by the Directors shall be at a meeting of the Directors after previous notice has been given to every Director and Officer. Such notice shall include the date, time and place of the meeting and the details of the complaint against the Member or Members. The vote in favour of any such expulsion or suspension must be by two-thirds of those present. Not less than three days notice shall be given to the Member or Members proposed to be expelled or suspended, by sending such notice, by registered mail to the last known address of the Member or Members. Such notice shall include the date, time and place of the meeting and sufficient details of the complaint against the Member or Members to allow the Member or Members to make full answer and defense. The notice to the Member or Members proposed to be expelled or suspended shall also stipulate that the Member or Members have the right to personally present their case at the meeting.
 - (3) Once notice pursuant to subsection (2) above has been given to the Member or Members proposed to be expelled or suspended, the Directors may determine the issue whether or not the Member or Members are present.
 - (4) The decision of the Directors on the expulsion or suspension of the Member or Members must be sent to the Member or Members, by registered mail at the last known address of the Member or Members. The notice of the decision shall include the address of the Secretary.
 - (5) Any Member or Members so expelled or suspended have 30 days from the date of receiving notice of the decision of the Directors, to appeal to the Directors by notice in writing addressed to the Secretary.
 - (6) The Secretary, upon receiving notice of appeal, shall forthwith notify the Commodore and provide him/her with the written notice of appeal.
 - (7) The Commodore, upon receiving the written notice of appeal, shall forthwith notify all Directors and Officers, and the Member or Members having given notice of appeal, that a special meeting of the Directors shall be held to determine the appeal. The notice shall include the date, time and place of the meeting and a copy of the notice of appeal. The Member or Members seeking to appeal the expulsion or suspension shall also be advised that they have the right to personally present their case for appeal. Such meeting of the Directors to consider the appeal shall be held within 30 days of the receipt of the notice of appeal.
 - (8) After having heard the Member or Members present their case for appeal at the meeting of the Directors, the Directors shall vote in private by ballot. If two-thirds of the Directors present vote to reverse the previous decision of the Directors, the Member or Members shall forthwith be restored their privileges as a member. Until such reversal, the Member or Members shall not be entitled to any such privileges.

- (9) Any such suspension or expulsion shall not relieve the Member or Members suspended or expelled from the payment of any dues, fees or other debts due to the Club.
- (10) Any Member or Members that have been expelled or suspended are not entitled to be reimbursed any dues or fees having already been paid to the Club.
- (11) Any Member or Members so expelled shall not be entitled to apply for readmission as a Member or Members of the Club until one (1) year has expired from the date of the expulsion.

ARTICLE XVIII – WINDING UP

Subject to The Non-profit Corporations Act, 1995, in the even of dissolution of the Club, its property and assets shall, after payment of all liabilities, be donated to one or more charitable organizations in Canada as may be determined by the Club in a General Meeting.

THESE BYLAWS REPEAL ALL PREVIOUS BYLAWS OF THE BATTLEFORDS SAILING CLUB ENACTED PRIOR TO THE ADOPTION OF THESE AT A GENERAL MEMBERSHIP MEETING HELD ON THE _____ DAY OF _____, A.D. 2004.