

## **Special Resolution**

We / I, hereby certify that the following special resolution was passed at a meeting of the members of the Alberta Horseshoe Pitchers Association on October 15, 2011.

The existing bylaws are repealed. They are replaced by the attached bylaws.

The objects were changed as follows:

The existing objects are repealed. They are replaced with the following:

1. The objects of the AHPA are as follows:
  - (a) To establish, maintain, conduct and promote, among others, an interest in the amateur sport of horseshoe pitching.
  - (b) To arrange competitions and matches and in particular to hold an annual competition for the members of the AHPA to be known as the 'Alberta Horseshoe Pitchers Provincial Championship'
  - (c) To grant and contribute towards awards and distinctions in the amateur sport of horseshoes.

Dated this 15<sup>th</sup> day of October 2011

President – Henry Veldhuis

Treasurer – Mary Holley

Secretary – Barb Miller

# ALBERTA HORSESHOE PITCHERS ASSOCIATION

## BY-LAWS

### **ARTICLE 1 - MEMBERSHIP**

Any person may join the AHPA, by paying the membership dues.

There shall be seven classes of memberships: CHARTERED, HONORARY, LIFE, REGULAR, NON-PLAYING, ASSOCIATE MEMBER and JUNIORS.

#### SECTION 1.1

Chartered memberships shall include all the subscribers of the application and by-laws herewith, also such persons as determined by an election held by the Board of Director prior to April 24, 1977. They shall have the same rights and privileges, and pay the same dues as Regular Members.

#### SECTION 1.2

Honorary members will be those persons admitted by the Board of Directors, as the Board of Directors sees fit, from time to time. They shall have no rights or privileges.

#### SECTION 1.3

Life member shall include all members who have been awarded such status as decided at a General Meeting. These members will have all the rights of the regular member.

#### SECTION 1.4

Regular, Junior and Non Playing members shall include all persons residing in the Province of Alberta who have paid the prescribed fee as set by the members at the Annual General Meeting. Regular and Non Playing members shall have all the rights and privileges of the AHPA and shall have the right to vote and hold office. Junior members shall be those who are age 17 or less as of January 1 of the year in consideration. Juniors shall have the right to vote; but not the right to hold office.

#### SECTION 1.5

Associate Members shall include those members who are given memberships by any Director. They shall have no rights or privileges and shall not be permitted to vote.

#### SECTION 1.6

Membership dues shall be set at the Annual General Meeting. They shall be payable for the current year commencing September 1 and ending August 31. Members must be in good standing 60 days prior to Annual General Meeting.

## SECTION 1.7 – LOSS OF MEMBERSHIPS

Nonpayment of Annual Dues will mean automatic suspension of the membership until current Annual Dues are paid.

## SECTION 1.8

Members may be suspended or expelled by the Board of Directors for reasons deemed by the Board to be in any way detrimental to the AHPA, or who willfully commits a breach of the by-laws of the AHPA. Such suspensions or expulsion may be appealed by the member at the next General Meeting.

## SECTION 1.9

Members may resign in writing to the Secretary of the AHPA.

## SECTION 1.10 – LOSS OF RIGHTS

Any member who, for any reason, ceases to be a member shall forfeit all rights and claim of interest in the property or effects of the AHPA, including loss of the right to vote and the right to hold office in the AHPA

## **ARTICLE 2 - AFFILIATIONS**

Organizations established for objects similar to the AHPA may be affiliated, providing application is made, and the prescribed fee is paid. Affiliation fees are set at \$20.00 per year but may be changed by ordinary resolution at an Annual General Meeting. Only affiliated clubs are eligible for assistance from the AHPA.

Affiliated organizations are permitted to send representatives to the Board of Directors meetings and to the Annual General Meetings, but shall have no vote as an organization.

## **ARTICLE 3 - GENERAL MEETINGS**

### SECTION 3.1 MODES OF CALLING ANNUAL GENERAL MEETING OR SPECIAL GENERAL MEETINGS.

The AHPA shall hold an Annual General Meeting. This meeting will be held, when practicable during the third week of October. Notice of meeting shall be in writing and mailed, or emailed, to the last known address of each member entitled to a vote. Notice shall include the exact time, date and address of the meeting place, also to contain as near as possible the agenda for such meeting. This notice shall be in the mail, or emailed, a minimum of (21) twenty-one days prior to the date of such meeting.

### SECTION 3.2

The AHPA shall call General Meetings at any time if so specified by the President or Board of Directors. Members entitled to vote to be notified as specified above.

### SECTION 3.3

The AHPA shall hold Special General Meetings upon receipt by the President of a petition, signed by 25 members entitled to vote, setting forth the reason for calling such meeting. Notice of such meeting will be as specified above.

### SECTION 3.4

A special meeting may be held on the instructions of any two members provided they request the President in writing to call such meeting, and state the business to be brought before the meeting. Notice in writing of such meeting shall be as specified for Annual General Meetings.

## **ARTICLE 4 - SPECIAL RESOLUTION**

The Bylaws may be rescinded, altered or added to by "Special Resolution". Special resolution means a resolution passed at a general meeting of which not less than twenty- one (21) days' notice specifying the intention to propose the resolution has been duly given, and by the vote of NOT LESS than 75% of those members who do so, vote in person.

## **ARTICLE 5 - QUORUMS**

### SECTION 5.1 QUORUMS

Quorum for Annual General & Special Meetings for the purpose of the AHPA shall be fifteen (15) members eligible to vote, plus at least two executive members, plus two directors present in person within twenty (20) minutes after the time called for such meeting, except that where a quorum is not present, the meeting shall stand adjourned to a time and place as determined by the President or Chairman and majority of those members who are present at the adjourned meeting.

### SECTION 5.2 VOTING

Every member in good standing 60 days prior to A.G.M shall be allowed one (1) vote, as per Article 3. Every question at the meeting shall be by simple majority except as heretofore mentioned. The President or Chairperson shall only cast the deciding vote in case of a tie, except where stated otherwise.

## **ARTICLE 6 - BOARD OF DIRECTORS**

The Board of Directors of the AHPA shall consist of Elected Officers and Zone Directors.

Zone Directors shall be elected by the members of each zone prior to the Annual General Meeting. Where a zone has not elected a representative, then a 'Director at Large' shall be appointed by the Board of Directors to perform those duties until a Zone Director can be elected by the Zone. There shall be eight (8) Zone Directors, one per Zone.

Zones shall be as set by the Alberta Sport Foundation.

Zone Directors will serve until the conclusion of the next Annual Meeting and may serve longer if they wish to and are elected or appointed.

Zone Directors must inform the Secretary of the AHPA in writing about their resignation. The members of a Zone may terminate the term of a Director at any time and elect or appoint another Director in their stead. The Secretary must be notified in writing and the appointment will take place only upon notification being received.

Directors Power and Duties: The directors shall have and exercise all the power of the AHPA within the provisions of the Societies Act and the by-laws of the AHPA.

Directors and officers will be volunteer positions and will receive no remuneration.

## **ARTICLE 7 - TERMS OF EXECUTIVE**

The President, 2nd Vice President, Treasurer and League Statistician will be elected on odd years, for a two (2) year term and will serve until conclusion of the second Annual General Meeting after election.

The 1st Vice President, Secretary, Tournament Statistician and Tournament Director will be elected on even years for a two (2) year term and will serve until conclusion of the second Annual General Meeting after election.

All elected officers may serve a longer term if they are elected or appointed and wish to serve. If for any reason an officer leaves office, the Board of Directors may appoint a regular member to office pro tem, except that of the Presidency, which shall be filled by the Executive in the order shown below. The pro tem office shall be filled at the next Annual Meeting.

Any elected officers may be suspended or expelled by the Board of Directors for reasons deemed by the Board to be in any way detrimental to the AHPA, or who willfully commits a breach of the by-laws of the AHPA. Such suspensions or expulsion may be appealed by the member at the next General Meeting.

### **SECTION 7.1 – VOTING AT DIRECTORS MEETING**

Each Director and Officer shall have one vote, except the Chairperson who shall only cast the deciding vote in the event of a tie.

The Executive of the AHPA shall be elected officers and Zone Directors

Elected Officers are:

President

1st-Vice President

2nd-Vice President

Secretary

Treasurer

League Statistician

Tournament Statistician  
Tournament Director

The Board of Directors shall be the elected Officers and the Zone Directors.  
The President shall appoint chairpersons for the following committees:

Promotional  
Newsletter  
Membership  
Horseshoe Canada Hall of Fame  
Awards Committee

#### QUORUM OF BOARD MEETING

A minimum of 7 members of the Board of Directors shall form a quorum for the transaction of business. No formal notice of a meeting shall be required if all Directors are present or if those not present have signified that the meeting may be held in their absence. Meeting of the Board of Directors will be called by the Secretary when so instructed by the President or Vice-President. Notice of such meeting shall be delivered directly by telephone, e-mail, or in writing to each Director not less than one (1) day prior to such meeting. FOURTEEN (14) days' notice to be given if practicable. Every question at a meeting of the Board of Directors shall be determined by a simple majority vote. In event of a tie, the chairman shall then have the deciding vote.

#### SECTION 7.2 - RESOLUTION IN WRITING (BOARD OF DIRECTORS)

A resolution in writing signed by all the Directors shall be valid and in effect as if it had been passed at a meeting of the board, duly called and constituted.

#### SECTION 7.3 - REMUNERATION OF DIRECTORS, OFFICERS AND EMPLOYEES

The Directors and Officers shall not receive remuneration for their services to the AHPA. Expenses, upon submission of AHPA expense sheet, supported by receipts, in compliance with the guidelines by the provincial government, will be refunded.

### **ARTICLE 8 - DUTIES OF OFFICERS AND EMPLOYEES AND AUTHORITY OF OFFICERS AND EMPLOYEES**

The Board of Directors, may, from time to time appoint such officers and employees or agents as they deem necessary to carry out the objectives of the AHPA, and such officers, employees or agents shall have such authority and perform such duties as the board shall from time to time direct, all within the scope of the applicable legislation and the bylaws.

Officers and agents may be discharged by the Board of Directors at any time as the board deems necessary.

## **ARTICLE 9 - EXERCISE OF BORROWING POWERS**

For the purpose of carrying out the objectives of the AHPA, the members may borrow, raise or secure money in such a manner as the members shall deem necessary by special resolution.

## **ARTICLE 10 - AUDITING**

The books, accounts and records of the AHPA shall be audited at least once each year by a duly qualified person or persons appointed for that purpose at the Annual General Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the AHPA. Where an auditor has not been appointed, then the Board of Directors may appoint one.

## **ARTICLE 11 - CUSTODY AND USE OF THE SEAL**

The AHPA may adopt a seal which shall be the common seal of the AHPA. This seal shall be kept by the Secretary of the AHPA under control of the Board of Directors and shall be affixed to documents as required, accompanied by the signature of the signing officers.

## **ARTICLE 12 - INSPECTION OF THE RECORDS**

Any member of the AHPA may inspect the records, statements, and financial statements providing reasonable notice is given and a mutually convenient time is available. Copies of any documents will be provided to a member provided cost of copying is paid by the member.

## **ARTICLE 13 - DISPUTES**

Where a dispute has arisen out of the affairs of the AHPA, or between any members of the AHPA concerning the affairs of the AHPA, then the dispute may be considered by the Board of Directors. If a member or a person who is aggrieved and who has, for not more than six months ceased to be a member. The Board of Directors of the AHPA shall be the arbitrators of aforementioned disputes of an aggrieved person and decision of the board shall be final.

## **ARTICLE 14 - RULES OF ORDER**

Except as amended at the Annual General Meeting, Robert Rules of Order shall govern.

The fiscal year shall commence at 00:01 on September 1 and continue until midnight on August 31 of the following year.

## **ARTICLE 15 - SOCIETY CEASING TO EXIST**

All the assets shall be liquidated and donated to a charity as per Provincial regulations.

## **ARTICLE 16 - POWERS OF THE EXECUTIVE**

### SECTION 16.1

All documents shall be signed by two directors, as appointed by the Board. All cheques shall be signed by one Director plus the Treasurer.

### SECTION 16.2

The President is authorized to spend up to \$250.00 on any one item.

The Executive are authorized to spend up to \$500.00 on any one item.

The Board of Directors is permitted to spend up to \$1,000.00 on any one item.

The above amounts are in addition to amounts authorized by the By-Laws or the budget.