



CALGARY SKI CLUB BYLAWS

1.0 MEMBERSHIP

1.1 Number of Members

The Calgary Ski Club's ("CSC or the Club") shall have no limit on the number of members it may have.

1.2 Membership Qualification

Any person who is interested in and willing to encourage, promote and advance the sport of skiing in all its diversity and related sports or activities and to foster fellowship, healthy living and adventure year-round among recreational skiers and outdoor enthusiasts shall be eligible to apply for membership in the Club.

1.3 Rights of Members

Except as otherwise stated herein, members shall have the following rights:

- (i) To attend any meeting of the Club.
- (ii) To vote at any Annual General Meeting ("AGM") or Special General Meeting ("SGM") of the Club,
- (iii) To hold office and sit on committees.
- (iv) To use the property of the Club for its designated purposes.
- (v) To propose candidates for Council.
- (vi) To vote at elections for honorary memberships.
- (vii) To enjoy such privileges of membership as Council may from time to time declare.

1.4 Duties

Except as otherwise stated herein, members shall have the following duties:

- (i) To pay membership fees as prescribed
- (ii) To attend membership meetings.
- (iii) To volunteer to help run the club and its activities.
- (iv) To perform duties or tasks assigned by Council to the best of their ability.
- (v) To participate in Club activities.
- (vi) To behave in a respectful manner towards other members and represent the Club in a respectful manner to the public.
- (vii) To follow the Alpine Responsibility Code as outlined in Appendix "A" and the Cross Country Canada Code of Conduct as outlined in Appendix "B"
- (viii) To conduct themselves at Club activities in such a manner as not to bring discredit or disrepute to the Club and
- (ix) To notify the CSC Office of any change to contact details, or update the online membership database.

- 1.5 Membership Classes
Membership classes shall be set by Council from time to time. Council rulings on membership classes may be varied by a two-thirds (2/3) majority vote at the AGM of the membership.
- 1.6 Member
A member is a person who has met the requirements of membership as outlined by Council and accepted a waiver for membership in the Club.
- 1.7 Complimentary Member
A complimentary membership may be approved by Council for a period of up to one year and which may be renewed at Council's discretion. A complimentary member does not have the right to:
- (i) Right to vote.
 - (ii) Right to hold office.
 - (iii) Right to propose candidates for office.
 - (iv) Right to sit on committees.
 - (v) Right to attend meetings.
- Unless there are unfilled roles on Council that no suitably qualified member has volunteered for. In this case, Council may offer a complimentary membership with full membership privileges in order to fill a vacant Council role. Council may also invite complimentary members to select meetings at their discretion.
- 1.8 Honorary Member
An honorary member is a person who, in the opinion of Council, has, through individual service or cooperation rendered extraordinary service to the Club or to the sport of skiing. A person shall be proposed for honorary membership in the Club upon two-thirds (2/3) majority resolution of Council, which must be ratified by two-thirds (2/3) majority vote at the AGM of the membership. An honorary member shall have all the rights and duties of a member save payment of membership fees. Honorary membership will be for life.
- 1.9 Application for Membership
Application shall include prospective member's full name, address and other relevant information. If the membership are met and the waiver signed, the member shall be accepted for membership
- 1.10 Suspension of Membership
Council shall have the right by a two-thirds (2/3) majority vote to suspend the specific rights of any member for a period of up to three (3) months effective immediately upon notification to such member. Within fourteen (14) days from receipt of notification, the member may present a notice of appeal to the Council. Within fourteen (14) days from receipt of the notice of appeal, the President shall call a meeting of the Council for the purpose of reconsidering the suspension. The member shall be notified of this meeting and requested to present their appeal. The Council shall by two-thirds (2/3) majority vote, confirm or change the suspension.
- If the suspension is upheld, the member may appeal the decision by petitioning Council within fourteen (14) days. A Review Committee will then be formed and shall consist of a minimum of three (3) and a maximum of six (6) members in good standing. The precise number of members on the Review Committee and the specific individuals who shall preside on the Review Committee must be

acceptable and mutually agreed to by Council and the member appealing the suspension.

The Review Committee will evaluate the details provided and gather such information as they deem appropriate. The Review Committee shall render their judgement within fourteen (14) days of being formed. Their decision will be made on the basis of a simple majority decision and their decision shall be binding and final.

While a suspension is being appealed, the member shall retain all of their rights. Council shall furnish the member with a copy of this section together with the notification of suspension.

1.11 Expulsion from Membership

Council shall have the right by a two-thirds (2/3) majority vote, to expel any member from the Club, effective immediately upon notification to such member. Within fourteen (14) days from receipt of the notification the member may present a notice of appeal to the Council. Within fourteen (14) days from the notice of appeal, the President shall call a meeting of the Council for the purpose of reconsidering the expulsion. The member shall be notified of this meeting and requested to present their appeal. The Council shall, by two-thirds (2/3) majority vote, confirm or change the expulsion.

If the expulsion is upheld, the member may appeal the decision by petitioning Council within fourteen (14) days with the signatures of twenty-five (25) members to call a SGM. Within forty-five (45) days from receipt of petition, the President shall call a SGM of the general membership for reconsidering the expulsion.

While an expulsion is being appealed, the member shall be deemed to be under suspension and all of the member's rights are suspended. Council shall furnish the member with a copy of this section together with the notification of expulsion.

1.12 Withdrawal of Membership

A member may withdraw from the Club by notifying the Council in writing with his/her intention to withdraw. The Council may withhold acceptance of any resignation until all indebtedness has been paid, all Club funds and property have been returned and all rights to the use of the Club name, emblem and other insignia have been surrendered by the withdrawing member.

1.13 Membership Year

The membership year shall commence at date of registration and expire 1 year from that date: a rolling membership year

1.14 Expiry of CSC Points

The Council may, from time to time, or on an ongoing basis, offer reward programs to encourage and/or reward members to volunteer or participate in various programs, events or fundraisers. Any such program that incurs future liability to the Club shall be recorded as a liability on the books of the Club and shall have an expiry date of not more than two (2) years following the date they were earned. Council shall have the authority to amend, withdraw or adjust this policy as deemed necessary.

1.15 Membership Fees

Membership fees and tiers are at the discretion of Council.

2.0 COUNCIL

2.1 Function

Council shall manage the affairs and activities of the Club in a diligent manner and in accordance, so much as possible, with the general wishes of the membership.

2.2 Duties and Powers

- (i) Confirmation of appointment of committees.
- (ii) Appoint an accountant recognized under the Alberta Regulated Professions Act as required.
- (iii) Administration of Club expenditures, except that Council shall not enter into any contract or arrangement involving liability to the Club of more than fifteen thousand (\$15,000) dollars unless a resolution authorizing same has first been passed by the members of the Club at an AGM or SGM, and provided further that no single expenditure of more than one thousand (\$1,000) dollars , with the exception of expenses relating to trips that have already been approved by Council, may be entered into without the prior approval by two-thirds (2/3) majority vote of Council, unless included in an approved budget.
- (iv) To administer the Club's banking, including execution of banking documents except the administering of Special Capital Funds as set out in Section 4.4. Any two (2) of the President, Treasurer/Secretary, Past President or Vice President shall be authorized to be signing officers for banking purposes. The Treasurer/Secretary must be one of the signing officers for banking matters related to the investment of the Club's funds. In the event the Treasurer/Secretary is not available for signing, any two (2) of the President, Past President and Vice President shall be authorized to be signing officers on banking matters related to the Club's investment provided Council has given its approval of such substitution through a resolution.
- (v) To consider and pass on complaints or controversies from or within the membership, or with any other organization.
- (vi) To appoint standing committees to consider Club obligations, which cannot be incurred without the previous authorization of Council by a majority vote?
- (vii) To deal with membership applications.
- (viii) To make rules and regulations.
- (ix) To delegate its powers as required from time to time subject to a right to terminate such delegation.

2.3 Composition

Council shall be composed of four (4) Officers: President, Vice-President, Treasurer/Secretary, Past-President and a number of Directors to be set by Council from time to time.

2.4 President

The President shall:

- (i) Preside at all meetings of the membership and Council.
- (ii) Interpret the Bylaws.
- (iii) Call SGM's of the Membership upon request of twenty-five (25) members or as the occasion may require.
- (iv) Call meetings of Council.

- (v) Appoint, by and with the approval of Council, all standing and special committees.
- (vi) Exercise supervision of the members and ensure that the Bylaws are strictly observed.
- (vii) Provide an annual report setting forth the President's official acts during the year and passing on the general situation of the Club and recommending such regulations as may be deemed necessary for the welfare of the Club.
- (viii) Cast the deciding vote when circumstances require.
- (ix) Appoint committees to administer CSC activities and shall ensure that technical matters, publicity, membership, tours, property, racing, coaching, instruction and social matters are properly attended to.
- (x) Be an ex-officio member of all committees.

2.5 Vice-President

The Vice-President shall:

- (i) Cooperate with the President in the execution of the President's duties and familiarize themselves with same.
- (ii) Exercise the President's duties in the President's absence and succeed to office upon it becoming vacant.
- (iii) Work on special assignments and projects as requested by Council.
- (iv) Assist the other members of Council.

2.6 Treasurer/Secretary

The Treasurer/Secretary shall:

- (i) Review the receipts and deposit all Club monies.
- (ii) Review the correct record of all monies received and disbursed.
- (iii) Prepare a budget of expenditures for each ensuing year.
- (iv) Designate a member of Council, or the Office Administrator, to record minutes at all meetings. In the absence of an appointed person, the President, or Chairperson of that meeting, shall take the minutes.
- (v) Ensure appropriate inventory records are maintained
- (vi) Oversee, direct and ensure CSC accounts and funds are managed and recorded in accordance with good accounting practices.
- (vii) Ensure adequate arrangements are made for insurance needs.
- (viii) Prepare annual financial statements.
- (ix) Have knowledge of the location of the Seal, books and other records of the Club.

2.7 Past-President

The retiring President shall become the Past-President in the succeeding year.

The Past-President shall:

- (i) Be a Director of the Club.
- (ii) Be available for consultation with Club and Council members.
- (iii) Be responsible for liaison with other ski and sporting bodies and government for the advancement of skiing and other sports.
- (iv) Be responsible for all matters relating to the history of the Calgary Ski Club.

In the event that the retiring President is unable to serve as Past-President, or is elected to another Council position, Council shall appoint a former President or Vice-President to the position.

In the event that no former President or Vice-President is available to serve, Council shall appoint a retiring Officer or Director, or a former Officer or Director to serve according to the prescribed Bylaw on Vacancy.

2.8 Directors

Council by a two-thirds (2/3) majority vote may vary the number of Directors from time to time and vary their duties.

2.9 Tenure

All terms of office shall be for approximately one (1) year, being the period of the first day following the election at the AGM to the day of the AGM of the following year. A member of Council may withdraw from their office by giving notice to the Treasurer/Secretary; or, in case of the Treasurer/Secretary, to the President, or announce such withdrawal at a Council meeting.

2.10 Removal From Office

Any member of Council may be removed from their position by a two-thirds (2/3) majority vote of Council at a meeting called for that purpose. Council shall cause a SGM of the membership to be convened no later than sixty (60) days after such removal if such a request is made by the removed Council member, and the members by a two-thirds (2/3) majority vote may vary, confirm or quash the Council resolution.

2.11 Vacancy

A Council position becomes vacant when an individual ceases to occupy that position. Vacancies may be filled by Council on a two-thirds (2/3) majority vote.

Any twenty-five (25) Club members may require Council to call a Special Meeting of the members to review such appointment, and in that event the members may on a two-thirds (2/3) majority vote, vary, confirm or quash the appointment by Council.

2.12 Deemed Resignation

A member of Council shall be deemed to have resigned as a member of Council, and, if applicable, as an Officer, if that person is absent from three (3) consecutive meetings of Council without providing notification to Council prior to such meetings and having any such absence excused by the Council.

2.13 Remuneration

No member of Council shall receive any remuneration for his/her services on Council, (or for any other services to the Club) other than a nominal amount of not more than one (\$1.00) dollar per year as may be required to comply with insurance contracts.

Notwithstanding the foregoing language of this Section 2.13, each Council member, upon successful completion of a full term in office, shall be granted an allotment of two hundred and fifty (250) CSC points for use in subsequent years, and shall be permitted to be awarded CSC points for other volunteer activities with the CSC in accordance with the CSC Rewards Program procedures as set out by Council from time to time.

2.14 Election of Council Members

Council elections shall be held at the AGM.

In the event that an AGM cannot be held due to lack of a quorum, Council will continue in office until the AGM is held.

2.15 Nominations

Council shall appoint a Nomination Committee consisting of one (1) Officer who shall preside as Chair and two (2) members of the Club who shall have been members for two (2) consecutive or cumulative years.

Nominations shall be in writing supported by three (3) signatures and the signature of the nominee member. All nominations shall be accepted by the Nominating Committee and placed before the AGM for a vote.

2.16 Election Procedure

The President shall conduct the election. Should the President be unable to attend the AGM, then the designated alternate from Council shall conduct the election.

The usual method of taking a vote shall be **viva voce** (by the voice). The responsibility of announcing, or declaring, the vote rests upon the Chair, and the Chair, therefore, has the right to have the vote taken again, by rising, if the Chair is in doubt as to the result, and even to have the vote counted, if necessary. The Chair cannot have the vote taken by ballot or by yeas and nays (roll call) unless it is required by a vote of the members present at the AGM.

When the vote is taken by voice or show of hands any member has a right to require a division of the assembly by having the affirmative rise and then the negative, so that all may see how members vote. Either before or after a decision any member may call for, or demand, a count, or, if seconded, the Chair must put the question on ordering a count to a vote by the members present at the AGM.

The successful nominee is elected with a majority vote, that is a majority of the votes cast, ignoring blanks.

3.0 MEMBERSHIP MEETINGS

3.1 Quorum

A quorum of membership for the AGM or a SGM shall be twenty (20) members having voting rights or ten percent (10%) of the members, whichever is the lesser.

Voting shall only be by eligible members either in attendance at these membership meetings, or by proxy ballot. Said proxy ballot must be presented to the Club President no later than seven (7) days in advance of the date of the AGM or SGM; or handed to the Club President prior to the start of the meeting. AGM's and SGM's may be attended only by current paid-up members, honorary members or complimentary members sitting on Council.

3.2 Rules of Order

All meeting shall be governed by Robert's Rules of Order insofar as they are not inconsistent with the provisions of the Societies Act (Alberta) as amended. The

President or Vice-President shall preside at membership meetings and in the absence of both, any member may preside, on majority resolution.

3.3 Annual General Meetings

The AGM shall be held no later than the fall of each year at a time and place as may be set by Council, which shall give at least six (6) weeks' notice to the membership of such meeting. Copies of the official examination of the Club's financial records shall be made available to the membership at the AGM.

Motions from Members for consideration at the AGM must be submitted to the President no less than four (4) weeks prior to the AGM for inclusion on the agenda. All motions to be voted upon at the AGM, save those consequential to matters arising during the AGM, must be provided in writing to the membership not less than fourteen (14) days prior to the meeting.

Should there be bylaw changes; notice must be provided in writing to the membership not less than twenty-one (21) days prior to the meeting.

If it is not possible to hold the AGM as originally scheduled for any reason, including lack of a quorum, the meeting shall be held as soon as possible following normal requirements of notice to members of the AGM.

3.4 Special General Meetings

SGM's may be called by the President or Council on at least fourteen (14) days' notice. Council shall call a special meeting on the written request of any twenty-five (25) members. Notice of SGM's shall be communicated to all members having voting rights, and shall state the reason for which the meeting is being called. Notice may be given by placing a notice in the Club newsletter. Voting at SGM's shall be by secret ballot unless otherwise resolved by the membership.

3.5 Council Meetings

Council meetings shall be held at least once a month. Any three (3) members of Council may call a Council meeting on reasonable notice to the other members of Council. A quorum of Council for Council Meetings shall be five (5) Council members including one (1) Officer of the Club.

4.0 FINANCIAL

4.1 Fiscal Year

The fiscal year shall be from the first of May to the thirtieth of April of the following year.

4.2 Borrowing Powers

The Club may exercise such borrowing powers as are authorized by the Societies Act (Alberta) as amended. The Club shall not borrow any funds greater than twenty percent of its total assets.

4.3 Audit of Club Financial Records

The books, accounts and records of the Treasurer/Secretary shall have an audit of the club's financial records conducted at least once each year by an accountant recognized under the Alberta Regulated Professions Act OR by two members of the Club elected for that purpose at the AGM

Such official examiners(s) shall submit a complete and proper statement of the standing of the books for the previous fiscal year at the Annual General Meeting for the Club

4.4 Capital Funds

Capital Funds may be established for special purposes.

These Capital Funds shall be established by Special Resolutions stating:

- (i) The purpose of the Fund.
- (ii) The method of operation of the fund including the method by which the Fund monies shall be kept separate from general Calgary Ski Club funds, and the signing officers for the Fund.
- (iii) The method by which monies are to be raised for the Fund.
- (iv) The reasons and the method by which the monies may be withdrawn from the Fund.
- (v) From time to time monies accumulated in these funds may be invested to maximize returns while preserving the capital in the Fund. The Treasurer/Secretary must be one of the signing officers for investment decisions related to such monies. In the event the Treasurer/Secretary is not available for signing, any two (2) of the President, Past President and Vice President shall be authorized to be signing officers provided Council has given its approval of such submission through a resolution.

4.5 Accounting Procedures

The Club shall adopt full accrual accounting procedures for significant expenses such as capital assets and leasehold improvements.

5.0 NOTICES

A notice may be given to any member by mailing it to them by ordinary mail or by electronic method at the address shown on the records of the Club, and such notice shall be deemed to have been served on the date of mailing of same, or by publication in the Club's newsletter or website.

6.0 INSPECTION OF RECORDS

Any member shall have the right from time to time to inspect the books and records of the Club at the Club's place of business, during the Club's business hours.

7.0 AMENDMENT TO THE BYLAWS

The Bylaws may be amended by a Special Resolution passed by an affirmative vote of not less than seventy-five per cent (75%) of those members who are present at a SGM called for that purpose, or at the AGM but in the event of the latter, notice shall be provided of such proposed amendments at least twenty-one (21) days prior to the AGM

8.0 SEAL

The Club seal shall be affixed to any instrument the execution of which is not in the ordinary course of the Club's business and the seal shall not be affixed except in the presence of such Officers and Directors as Council may from time to time direct, and such Officers and Directors shall sign and seal such instrument.

9.0 INTERPRETATION In the event of a dispute as to the interpretation of these Bylaws, which cannot be resolved to the satisfaction of the majority of the members, the matter may be referred to arbitration in accordance with the Arbitration Act (Alberta) as amended.

10.0 DISSOLUTION OF THE CLUB

In the event that the Calgary Ski Club should resolve to terminate activities or be otherwise wound up, all assets shall be disbursed as follows:

- (i) All trophies and Club records shall be donated to the Glenbow Museum in the City of Calgary.
- (ii) All land and properties shall be sold.
- (iii) All net assets including cash in hand, all bank deposits, including special Capital Funds and the proceeds from the sale of land and properties shall be donated to the Calgary Foundation in the name of the Calgary Ski Club Trust Fund to be used to further recreational skiing in all its variety for the benefit of Calgarians.

Appendix "A"

Alpine Responsibility Code

ALPINE RESPONSIBILITY CODE



THERE ARE ELEMENTS OF RISK THAT COMMON SENSE AND PERSONAL AWARENESS CAN HELP REDUCE, REGARDLESS OF HOW YOU DECIDE TO USE THE SLOPES, ALWAYS SHOW COURTESY TO OTHERS. PLEASE ADHERE TO THE CODE LISTED BELOW AND SHARE WITH OTHERS THE RESPONSIBILITY FOR A SAFE OUTDOOR EXPERIENCE.

- 1 *Always stay in control. You must be able to stop or avoid other people or objects.*
- 2 *People ahead of you have the right-of-way. It is your responsibility to avoid them.*
- 3 *Do not stop where you obstruct a trail or are not visible from above.*
- 4 *Before starting downhill or merging onto a trail, look uphill and yield to others.*
- 5 *If you are involved in or witness a collision or accident, you must remain at the scene and identify yourself to the Ski Patrol.*
- 6 *Always use proper devices to prevent runaway equipment.*
- 7 *Observe and obey all posted signs and warnings.*
- 8 *Keep off closed trails and closed areas.*
- 9 *You must not use lifts or terrain if your ability is impaired through use of alcohol or drugs.*
- 10 *You must have sufficient physical dexterity, ability and knowledge to safely load, ride and unload lifts. If in doubt, ask the lift attendant.*

**Know the Code - Be Safety Conscious
It Is Your Responsibility**

Appendix "B"

Cross Country Canada Responsibility Code

CROSS COUNTRY RESPONSIBILITY CODE



THERE ARE ELEMENTS OF RISK THAT COMMON SENSE AND PERSONAL AWARENESS CAN HELP REDUCE. REGARDLESS OF HOW YOU DECIDE TO USE THE TRAILS, ALWAYS SHOW COURTESY TO OTHERS. PLEASE ADHERE TO THE CODE LISTED BELOW AND SHARE WITH OTHERS THE RESPONSIBILITY FOR A SAFE OUTDOOR EXPERIENCE.

- 1** Always check posted trail conditions.
- 2** Ski in indicated direction and obey all posted signs and warnings. Keep off closed trails.
- 3** Always ski to right when meeting on-coming skiers.
- 4** Yield the track to faster skiers and skiers calling 'track'.
- 5** Ski in control. On two-way trails descending skiers have the right-of-way.
- 6** Do not stop where you obstruct a trail or are not visible to others. Move off the track quickly if you fall or during rest stops.
- 7** Do not litter. Take out what you pack in. Respect all property.
- 8** Report all incidents.

**Know the Code - Be Safety Conscious
It is Your Responsibility**

ONTARIO
SNOW SPORTS ASSOCIATION

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