



Different Strokes Calgary Masters Swim Club Bylaws
April 2009

1. Definitions and Principles

- 1.1 Different Strokes Calgary Masters Swim Club, located in Calgary, Alberta, Canada (which hereinafter will be referred to as the “Club”) is a not-for-profit, volunteer-run master’s swim club.
- 1.2 The Club will be run in keeping with the master’s swimming philosophy of “Fun, Fitness, Friendship, and Participation” in a gay-positive and supportive environment. The Club will attempt to provide a recreational or competitive, socially active atmosphere, in which each member may, at his or her own option, participate.
- 1.3 The Club will maintain registration as a masters swimming club affiliated with the Fédération Internationale de Natation Amateur (FINA).

2. Membership

- 2.1 Definition. A Club member (hereinafter referred to as a “member”) is defined as any individual having reached at least the age of eighteen who has registered with Swim Alberta for the current season as a member of either the Club or another Master’s club and who has participated in at least 5 practices with the Club during the current season. The Executive may require prospective members to complete a registration form and/or pay a registration fee in addition to pool/practice fees. By becoming a member of the Club, the individual agrees to be supportive of its gay, lesbian and bisexual members, to abide by the Bylaws of the Club, and maintain good conduct and discipline at practices, meets and functions, and while representing the Club as individuals or in a group.
- 2.1 Good standing. Any member of the Club who has no outstanding fees owing to the Club.
- 2.2 Rights and privileges. All members in good standing may i) attend and participate in the AGM; ii) cast one (1) vote at an AGM; iii) participate in swim meets with the club; iv) benefit from administrative function of the Club; v) attend Club practices.
- 2.3 Withdrawal: Any member wishing to withdraw membership from the Club may do so upon a written notice to the Executive Committee (hereinafter referred to as the “Executive”) through any Executive officer.
- 2.4 Expulsion: Any member, upon majority vote of the Executive, may be expelled from the Club for any cause which the Club may deem reasonable.

3. Meeting of Members

- 3.1 Meetings of the membership shall be held at any place convenient to the membership as designated by the Executive.
- 3.2 Annual general meeting. An annual general meeting (AGM) of the Club membership will be held within 30 days of July 1st as called by the Secretary upon the instructions of the Executive. In addition to other business that may be transacted, the reports of the Executive shall be submitted to all the membership for acceptance. Thereafter, the election of the Executive for the forthcoming year shall take place. During the period from the election to the commencement of the Club year, the Executive-elect shall familiarize themselves with the operations of the Club, assist outgoing Executive members and review, as necessary, the annual budget for the forthcoming year. The following agenda items shall be included at the AGM at a minimum: i) Club status (Co-Presidents), ii) Financial year-end report (Treasurer), iii) Coaches’ report, iv) Budget for forthcoming year, v) Election of new Directors.
- 3.3 Special meetings. A special general meeting may be called by a Co-President or the Secretary upon receipt of a petition signed by eight (8) members of the Club. The petition shall set forth the rationale for calling such a meeting. Notice of such a meeting shall be made in person, by conventional mail, or electronic mail to each member ten (10) days prior to the date of such meeting.
- 3.4 Notice of meeting. The Secretary will service notice of the AGM and any special general meeting stating location and time, as well as an agenda to each member of the Club at least 10 days prior to the meeting. Notice may be given in person, by conventional mail, or electronic mail. By attending a meeting, a member waives notice.
- 3.5 Quorum. Twenty five percent (25%) of all members in good standing shall constitute a quorum at an AGM or special meeting. If the number of members at a meeting drops below quorum, and the question of lack of quorum is raised, no further business may be conducted.
- 3.6 Adjourned meetings: If a meeting of members cannot be held due to lack of quorum, the members who are present will normally adjourn the meeting at a time no less than seven (7) days from the original meeting. In the case of an adjournment, efforts will be made by the Secretary to notify the members of the proposed meeting.
- 3.7 Voting. At every meeting of members, each member in good standing, shall have the right to one (1) vote. When a consensus cannot be reached, a majority of members voting decides any question.
- 3.8 Absentee or proxy ballots. Proxy votes shall be allowed.



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3.9 Referenda. The President will call for a referendum vote by members on any question if directed by a majority of the Executive, or if they have received a petition signed by at least eight (8) members. A written notice containing the referendum question as well as the time and place of the vote will be provided to all members at least 7 days before the vote.

4. Executive Committee/Directors

4.1 Composition:

- a) The Executive of the Club shall comprise a minimum of four directors: two (2) co-presidents, one (1) secretary, one (1) treasurer. A fifth director at large may also be selected.
- b) Each member of the Executive/Director must be a member in good standing of the Club.

4.2 Selection of Directors:

- a) Definition: An Director is any member who has been elected or appointed to the Executive and who did not refuse the appointment.
- b) Election: The Executive is elected at an AGM by secret ballot or by show of hands. Nomination to the Executive must have the support of at least two members in good standing. To be elected, a candidate shall receive the largest number of votes cast by the members present, or by proxy. A member may become a member of the Executive if s/he was not present at the AGM, but consented in writing to act as Director before the election.
- c) Appointment: The Executive may appoint members in good standing to the Executive to fill an Director position for which no member was elected.

4.3 Powers of Directors

- a) The Executive is responsible for the administrative operation of the Club under the direction of its members. The Executive shall, subject to the bylaws or direction given by a majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Club.
- b) Decisions that involve significant expenditure, impact substantially on the membership, or long-term direction of the Club shall be made only after appropriate consultation with the membership.
- c) The Executive may create standing committees and may appoint committee members.

4.4 Duties of Directors

- a) Co-Presidents: The Club co-presidents are jointly responsible for conducting and overseeing the affairs of the Club in accordance with the Bylaws. These responsibilities include i) arranging pool time for the Club; ii) signing contracts and agreements on behalf of the Club; iii) external relations on behalf of the Club; iv) formation of standing committees for (but not exclusive to) a) Coaching; b) Swim meet; c) Social functions; d) Team uniforms; e) Advertising and Fundraising; v) preside at meetings of the Executive and membership
- b) Treasurer: The treasurer is responsible for the management of the financial affairs of the Club. The treasurer will i) receive all monies paid to the Club and be responsible for the deposit of same to whatever bank, trust company, credit union or treasury branch the Executive may order; ii) properly account for the funds of the Club and keep such books as directed; iii) shall present a full and detailed account of receipts and disbursements the Executive, as required; iv) prepare and present a financial report of the Club at the AGM; v) develop an annual budget for the next fiscal year to be presented at the AGM.
- c) Secretary: The Secretary is responsible for the non-financial record keeping of the Club and communication amongst the Club. The Secretary will i) attend all meetings of the Executive and membership, and keep accurate minutes of these; ii) maintain an accurate membership record of the Club; iii) maintain the Club registration with Swim Alberta and any other organizations deemed appropriate by the Executive; iv) maintain members' registrations with Swim Alberta; v) answer electronic mail correspondence directed to the Club e-mail account; vi) disseminate relevant information, including notices of upcoming events and meetings to the Executive and membership via personal communication, electronic mail or telephone, as required; vii) provide the Executive, membership and coaches with an up-to-date membership list, as required; viii) provide a copy of the Bylaws to the Executive and membership, as required.
- d) Director at Large: The Director at large, if present, shall be responsible for duties as assigned by the Executive. This may include but not be limited to chairing subcommittees and/or assisting other Directors with their duties.

4.5 Term of office. The Executive term of office is for one (1) year. A member may hold an Executive position for a maximum of two (2) consecutive years. After that time, an individual may seek a different Executive position.

4.6 Resignation of Directors. A Director who resigns relinquishes all duties, responsibilities and voting privileges of the directorship.

4.7 Removal of Directors. Any Director or Officer, upon a majority vote of all members in good standing, may be removed from office for any cause which the Club may deem reasonable.



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- 4.8 Vacancies. Vacancies arising in the Executive during a year shall be filled by appointment by the remaining members of the Executive, such that the appointment will have effect for the duration of, but not exceeding, the remainder of the Club year.
- 4.9 Organizational meeting. The newly elected Executive shall commence with a meeting of the new and previous Executive to be held within ten (10) days of the aforementioned election, or at the Executive members' earliest convenience.
- 4.10 Remuneration. No remuneration will be paid to Executive Officers and Directors for their services as Executive officers and Directors.
- 4.11 Executive meetings. Executive meetings shall be held as often as may be required and may be called by any member of the Executive. Notice of each Executive meeting will be given by the Secretary to each Executive officer, in person, by conventional mail, electronic mail, or telephone at least seven (7) days prior to the meeting.
- 4.12 Quorum. Fifty percent (50%) of the Executive shall constitute quorum at any Executive meeting. At least one co-president must be present.
- 4.13 Voting. Each Director is entitled to one (1) vote. At every meeting of the Executive, a vote will be held when consensus cannot be reached. A majority of the Executive decides a question.
- 4.14 Action without meeting. The Executive may make decisions without an Executive meeting if every effort has been made to contact all Executive members, and with majority consent. The Secretary will be responsible for collecting actions without meeting. These are then recorded in the minutes of the next Executive meeting.
- 4.15 Cheques. All cheques written on behalf of the Club must bear the signature of two Directors, one of whom is the Treasurer.
- 4.16 Society Seal. The Club has not adopted a Society Seal.

5. Fiscal Management

- 5.1 Fiscal year. The Club fiscal year shall be September 1 to August 31.
- 5.2 Borrowing powers. For the purpose of carrying out its objectives, the Club may borrow, raise, or secure the payment of money in such a manner as it sees fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Club, and in no case shall debentures be issued without the sanction of a special resolution of the Club. Such borrowing must be approved by seventy-five percent (75%) of the membership at an AGM.
- 5.3 Discretionary spending. The Executive shall have the right to spend an amount at their own discretion each year as deemed necessary to support Club activities. This amount shall not exceed twice the amount of a full annual membership. Any non-approved expenditure exceeding this amount must have the prior approval of a majority of the membership.
- 5.4 Financial reserve. In preparing and managing its annual budget, the Club will strive to maintain a financial reserve (an accumulated surplus equal to 50% of projected annual membership income) to provide funds in case of sudden, large, unanticipated expenses.
- 5.5 Audit. The books, accounts and records of the Secretary and Treasurer will be audited at least once a year by a qualified individual, or by two members in good standing of the Club who are not Directors. A complete and proper statement of the standing of the books for the previous year will be presented at the AGM.
- 5.6 Review. In keeping with all applicable privacy legislation, a member may submit a request to either co-President to review the books, accounts and records of the Secretary and Treasurer. Requests will be reviewed by the Executive in keeping with the principle of transparency to the membership. Should a request be granted, a mutually convenient time and location to review the documentation shall be worked out amongst the requesting member and the Secretary and Treasurer.

6. Amendment of Bylaws

- 6.1 In future, the bylaws can only be changed by a special resolution of the members.

7. Compliance and Interpretation

Any dispute with regard to the interpretation of these Bylaws will be resolved by a majority of the Executive.



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8. Effective

On behalf of the members, these Bylaws have been signed into effect.

Director	Signature	Address
Co-President		
	_____ Ryan Lamont	
Co-President		
	_____ Rob Kremer	
Treasurer		
	_____ Jamie Rice	
Secretary		
	_____ Gael McLeod	
Director at Large		
	_____ Harri Ulmer	