

Society Bylaw Change - Proof of Filing

The Bylaws are filed as of 2019/09/30

Service Request Number: 31769792

Corporate Access Number: 503005019

Legal Entity Name: SPRUCE GROVE BARRACUDAS SWIM CLUB

Legal Entity Status: Active

Fiscal Year End: 09/30

Annual returns are outstanding for the 2019 file year(s).

Annual Return

File Year	Date Filed
2018	2019/07/09
2017	2017/10/26
2016	2017/08/02

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Annual Return Form	10000199000013111	1999/06/17
Annual Return Form	10000900000049718	2000/05/31
Annual Return Form	10000101000161647	2001/07/05
Audited Financial Statement	10000901000161648	2001/07/05
Annual Return Form	10000801000339992	2002/06/19
Audited Financial Statement	10000101000339995	2002/06/19
Annual Return Form	10000803000024590	2003/07/22
Audited Financial Statement	10000603000024591	2003/07/22
Audited Financial Statement	10000304100051136	2004/08/19
Annual Return Form	10000504100051135	2004/08/19
Annual Return Form	10000505100830704	2005/06/29
Audited Financial Statement	10000805100830707	2005/06/29
Annual Return Form	10000606101823377	2006/06/22
Audited Financial Statement	10000006101823380	2006/06/22
Annual Return Form	10000907103417609	2007/11/15
Audited Financial Statement	10000307103417612	2007/11/15
Annual Return Form	10000307104211752	2008/07/30
Audited Financial Statement	10000107104211753	2008/07/30

Audited Financial Statement	10000907106409856	2009/08/17
Annual Return Form	10000307106409859	2009/08/17
Annual Return Form	10000107108542876	2010/08/06
Audited Financial Statement	10000907108542877	2010/08/06
Audited Financial Statement	10000307110676957	2011/07/13
Annual Return Form	10000507110676956	2011/07/13
Audited Financial Statement	10000607117289590	2014/05/28
Annual Return Form	10000807117289589	2014/05/28
Annual Return Form	10000207117289587	2014/05/28
Audited Financial Statement	10000007117289588	2014/05/28
Audited Financial Statement	10000807121839776	2015/08/21
Annual Return Form	10000507121839773	2015/08/21
Letter - Spelling Error	10000807119200788	2016/01/28
Annual Return Form	10000107128544214	2017/08/02
Audited Financial Statement	10000307128544208	2017/08/02
Audited Financial Statement	10000107128544191	2017/08/02
Annual Return Form	10000507128544194	2017/08/02
Audited Financial Statement	10000807129701445	2017/10/26
Annual Return Form	10000107129701444	2017/10/26
List of Director/Officer	10000307130270452	2019/02/19
Audited Financial Statement	10000307130289946	2019/07/09
Annual Return Form	10000507130289945	2019/07/09
Bylaws & Special Resolution	10000507130270776	2019/09/30

Registration Authorized By: CHRISTY MOSER
PRESIDENT

The Registrar of Corporations certifies that the information contained in this proof of filing is an accurate reproduction of the data contained in the specified service request in the official public records of Corporate Registry.

Special Resolution

I hereby certify that the following special resolution was passed at a meeting of the members of the Spruce Grove Barracudas Swim Club
(Name of Society)
on September 8, 2018.
(Date meeting held)

Special Resolution

The Bylaws were changed as follows:

- The existing bylaws are repealed and replaced by the attached bylaws.

Date:

Sept. 21/2019

Signature:

C. Moser
(Original Signature)

Name:

Christy Moser
(Print name of authorized officer)

Title:

Club President
(Position held within society)





Spruce Grove Barracudas Swim Club
By-Laws



ARTICLE 1 - NAME

The organization shall be known as the SPRUCE GROVE BARRACUDAS SWIM CLUB (hereinafter called 'swim club' or 'society')

ARTICLE 2 - COMPOSITION AND MEMBERSHIP

Any person complying and identifying with the objects of the Swim Club and desirous of obtaining membership. Membership fees shall be determined annually by the executive. All registered swimmers are members. Parents or Legal guardians of the registered swimmers are members of the society.

Types of membership is as follows:

- a. Adult (non-participating - parent or legal guardian): Eligible to attend all general meetings, vote thereat, and hold any office in the Swim Club.
- b. Adult (participating - swimmer over 18): Eligible to attend all general meetings, vote thereat, and hold any office in the Swim Club.
- c. Junior (under 18 and swimming): Eligible to attend all general meetings, but cannot vote or hold any office in the Swim Club.
- d. Honorary: Available by nomination of the executive, and approval at the general meeting, to individuals members will be non-voting.

COMPANY SEAL

The secretary will be in charge of the seal of the Society, and wherever used by the Secretary or President, shall be authenticated by the signature of the President and Secretary.

ARTICLE 3 - CONDITIONS OF WITHDRAWAL OF MEMBERSHIP

1. Any member wishing to withdraw from membership may do so upon a notice in writing or email to the Secretary. Reimbursement of registration fees shall be at the discretion of the executive and subject to the following conditions:
 - a) Reimbursement of fees will be made only if more than half the season is missed due to illness or relocation
 - b) There will be no deviation from fee schedules, for example: Late registration, holidays, or inability to attend practices.
2. Any member shall cease to be a member of the swim club if he or she fails to abide by the requirements of the by-laws.

- a) Any member upon a majority vote of no less than seventy-five percent (75%) of such members of the membership for cause which the Society may deem reasonable.
- b) The Executive, by having a seventy-five (75%) vote of Executive officers, may suspend some of the membership privileges of any member for any cause that the Executive may deem reasonable. Such a member may appeal this suspension to the members at the next general meeting of the Society.

ARTICLE 4 - THE EXECUTIVE

1. COMPOSITION OF EXECUTIVE

- a. Adult members of the Society are eligible to become Executive officers of the Swim Club.
- b. Executive officers shall be elected or approved by the majority of the members at the Annual General Meeting and shall serve until their successors are elected and installed.
- c. Installation of the new executive officers shall take place within sixty (60) days of the Annual General Meeting.
- d. The executive shall consist of no less than six (6) and no more than fifteen (15) officers.
- e. Executive officers may be removed from office by having a seventy-five percent (75%) vote of Executive officers. An officer who is suspended by the executive may appeal this suspension to the members at the next general meeting of the Society.
- f. Any Executive Officer may be removed from office for any cause which the Society may deem reasonable. Any Executive Officer upon by a majority vote of no less than seventy-five percent (75%) of such members of the Society, entitled to vote, as are present in person, at a general or special meeting, may be expelled for membership for cause which the Society may deem reasonable.

There shall be six (6) to fifteen (15) members elected at Annual General Meetings of the Swim Club, who shall constitute the Executive of the Swim Club. The Executive will conduct and manage the affairs between General Meetings and approve policies. An ongoing liaison will be provided between the Swim Club, the Alberta Summer Swim Association, affiliated clubs, Spruce Grove Parks and Recreation Department, and other similar authorities.

2. MEETINGS

- a. The Executive shall meet as many times as are considered necessary by the President to conduct the affairs of the Swim Club.

- b. Executive meetings shall be called at an Executive or Swim Club meeting by ten (10) days notice in writing emailed to each officer or by three (3) days notice by telephone.

3. QUORUM

- a. Four (4) officers including at least one of the President, Vice-President, or Past-President shall constitute a quorum at an Executive Meeting.
- b. An Executive meeting may be held without notice if a quorum of the Executive is present. However, any business at such meeting shall be ratified at the next meeting of the Executive, otherwise such business shall be null and void.

4. POWERS

The Executive shall, subject to the by-laws or directions given to it by majority vote at a meeting properly called and constructed, have full control and management of the affairs of the Society. The Executive shall consist of a President, Vice-President, Secretary, and Treasurer, and additional officers may include: Past President, Membership Coordinator, Fundraising Coordinator, Equipment Coordinator, Coach Coordinator, Officials Coordinator, Bingo Coordinator and other officers approved by members of the Society. The Executive will appoint Auxiliary officers as required or ask for volunteers at a General or Annual Meeting.

5. REPLACEMENT CLAUSE

In the event of an office becoming vacant, the position may be filled by appointment by the remaining Executive on an interim basis until the next General Meeting of the Swim Club.

6. REMUNERATION

Unless authorized at any general meeting and after giving notice for same, no remuneration shall be given to any executive officer, or member of the society for his/her services.

ARTICLE 5 - GENERAL MEMBERSHIP

1. MEETINGS

***Meetings of the General Membership shall be held at least two (2) times a year. One (1) of these meetings may include the Annual General Meeting. Such meetings shall be called by the secretary at the direction of the President or at the call of the majority of the members.

2. COMPOSITION

Any Adult participating or non-participating, honorary, or junior member may attend.

3. POWERS

The membership shall advise the Executive in the operation and affairs of the Swim Club.

4. RESPONSIBILITIES

The General Membership is to support the objectives of the Swim Club as outlined in the By-Laws.

5. QUORUM

Any group of ten (10) adult members, in good standing, entitled to vote present at a general, special or annual meeting shall be considered a quorum. Each adult member in good standing is entitled to one (1) vote.

ARTICLE 6 - DUTIES OF OFFICERS

1. The President shall preside at all meetings of the Swim Club, and Executive. He or she shall represent the Swim Club at all negotiations of the Swim Club. He or she shall sign all instruments requiring signature, and perform such other duties as may from time to time be assigned to him or her by the Executive or a General Meeting of the Swim Club. The President, or an appointed representative, may attend meetings of the Spruce Grove Parks and Recreations Department to advise, and seek advice on any matter. The President shall be ex-officio member of all committees.
2. The Vice-President shall preside in the absence of the President and shall perform such duties as may be delegated to him or her, by the President or the Executive. The Vice-President shall perform all the duties of and be subject to the same rules as the President whenever the President shall cease to hold office for any reason or be prevented from attending to his or her duties. The Vice-President shall preside at all meetings of the Society or the Executive in the absence of our upon the request of the President.
3. The Secretary shall record all minutes of the General Meetings, Executive meetings; have custody and care of the Minute Books, and the records. The Secretary will prepare and remil all returns required by the Societies Act of the Province of Alberta, and shall carry out all correspondence required for the functioning of the Swim Club. In the case of the absence of the Secretary, the duties shall be discharged by such officer as may be appointed by the Executive. The Secretary shall have charge of the Seal of the Society, which whenever used by the President or Secretary, shall be authenticated by the signature of the Secretary and the President.
4. The Treasurer shall receive all moneys paid to the Swim Club and shall deposit same to the credit of the Swim Club in such bank account as may be established by the Executive. The Treasurer shall properly account for the funds of the Swim Club and keep such books as may be directed. Whenever requested to do so by the Executive, the Treasurer shall present a full and detailed account of all receipts and disbursements. The Treasurer shall prepare for submission to the Annual General Meeting a statement duly audited as hereinafter set forth of the financial position of the Society and submit a copy

of same to the Secretary for the records of the Society. The Treasurer will file appropriate documentation and financial statements, as required by the Societies Act, with the Provincial Registrar with the accompanying fee. The financial statement must set out the income, disbursements, assets, and the liabilities of the Swim Club. The Treasurer is also responsible for preparing the Bingo Report and the Casino Report and for filing them with the government.

5. Membership Chairperson (Registrar) will coordinate registration, submitting necessary information to Alberta Summer Swim Association. They may advertise in the local newspapers and/or on-line. The Membership Chairperson (Registrar) will maintain a record of all the members of the Society and their email addresses, and shall collect and receive the annual dues or assessments levied by the Swim Club. Such moneys are to be promptly turned over to the Treasurer for deposit in a banking institution or deposited directly electronically. The Membership Chairperson (Registrar) shall also provide to the Treasurer a record of what each member had paid.
6. Equipment Chairperson will be in charge of equipment, i.e., swimsuits, caps, goggles, and swim bags. A record of inventory will be made available for Executive when requested. The Equipment Chairperson shall submit to the Treasurer an inventory of all equipment for the year end financial statements. The Equipment Chairperson shall collect and receive moneys for purchased equipment and promptly turn this money over to the Treasurer with a record of inventory sold.
7. Coaching Liaison will act as a liaison between coaches and parents as well as a liaison between coaches and the executive. Duties include the selection process for coaches, monitoring and evaluating the coaches based on their job description and maintain a written record of all coaching related issues. The Coaching Liaison will also ensure coaches are ASSA compliant.
8. Club Officials Administrator will coordinate officials' development for the swim club and maintain a record of officials' certification.
9. Fundraising Chairperson coordinates all fundraising activities or committee coordinators responsible for specific activities. Fundraising for the club will be done to assist with the costs of swim meets, programs, equipment and other swim club related fees.
10. Bingo Coordinator is to make sure there are enough volunteers at Swim Club Bingo's and is to attend all meetings of the Parkland Bingo Association. The Bingo Coordinator is responsible for the volunteers at the Bingo event, contacting the individuals, assigning them positions and keeping a record of who has volunteered. Must also ensure that the Bingo License Application is submitted to the Parkland Bingo Association.
11. Past President is not an elected executive position. The Past President shall have voting rights at executive meetings. In the absence of both the President and Vice-President can chair meetings.

ARTICLE 7 - MEETINGS

1. The Swim Club shall hold an annual meeting on or before October 1 in each year, or which notice in writing shall be delivered via the swim club newsletter emailed to the last known email address of each member twenty-one (21) days prior to the date of the meeting. At this time there shall be elected a President, Vice-President, Secretary, Treasurer, and at least two (2) and up to ten (11) other executive officers. The Officers so elected shall form a Board, and shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled at the next meeting, provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office in the Swim Club.
2. Special General Meetings of the Swim Club may be called at any time by the Secretary upon the instructions of the President or Executive, by notice via email to the last known address of each adult member, delivered eight (8) days prior to the date of such meeting.
3. A special meeting shall be called by the President or Secretary upon receipt by him of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by email to the last known email address of each member, delivered eight (8) days prior to the meeting or by telephone three (3) days in advance.
4. Any member who has not resigned from membership nor been suspended as herein provided shall have the right to vote at any meeting the Society. Junior or Honorary members shall not have the right to vote at any meeting of the Society.
5. Any group of ten (10) adult members, in good standing, entitled to vote present at a general, special or annual meeting shall be considered a quorum. Each adult member in good standing is entitled to one (1) vote.

ARTICLE 8 - ELECTIONS

1. Nominations may be made from the floor of the Annual General Meeting.
2. Members nominated to the Executive must consent with their names being placed in nomination.
3. Voting shall be by secret ballot, and the successful candidates shall be the ones receiving the highest number of votes.
4. Ballots are to be counted by at least two (2) nonpartisan adults.
5. Motion to destroy ballots must be made after acceptance of count.
6. The Executive shall consist of:
 - President
 - Vice-President

Treasurer

Secretary

The Executive may also include:

Membership Chairperson (Registrar)

Equipment Chairperson

Coaches Liaison

Club Officials Administrator

Bingo Coordinator

Casino Coordinator

Meet Manager

IT/Website/PR Coordinator

Past President

ARTICLE - 9 AMENDMENTS

1. The By-Laws of the Swim Club may only be amended, altered or rescinded by a "Special Resolution", approved by a majority of the Executive and ratified by a majority vote of no less than seventy-five percent (75%) of such members entitled to vote as are present in person at a General or Special Meeting of the Swim Club.
2. Twenty-one (21) days notice of the intention to enact, amend, alter or rescind the By-Laws shall be given in writing, emailed to the last known email address to all members of the Executive and all adult members in good standing of the Swim Club.
3. The Secretary of the Society the Society shall cause to be filed with the Registrar of the Corporate Registrar of the Province of Alberta a certified copy of the Resolution including the date it was passed.

ARTICLE 10 - FINANCIAL AND AUDIT

1. All receipts of the Swim Club shall be recorded in the Swim Club's Books of Account.
2. All disbursements made from the Swim Club's bank account(s) shall be signed by any two (2) of the following executive members, Secretary, Treasurer, President, Vice-President of the Swim Club.
3. At the Fiscal Year end, and when the person holding the office of Treasurer changes, the books of the Swim Club shall be audited and signed by a member outside the Executive or other qualified persons appointed by the Executive and shall contain general particulars of the assets, liabilities, revenues, and expenditures of the Swim Club. The audit will not be completed by the Treasurer or any family members of the Treasurer and should be an arms-length relationship from the Treasurer.

4. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual General Meeting of the Swim Club.
5. During the existence of the Swim Club, no capital shall be divided into shares nor shall the Swim Club declare any dividend or distribute its prepay among its members.
6. All records of the Swim Club may be inspected by its members in good standing at any General Meeting or on reasonable notice at any time to the Treasurer or Secretary.
7. An Interim, up-to-date Financial Report shall be given by the Treasurer at the Annual General Meeting.
8. The Fiscal Year shall be from October 1 to September 30 of the succeeding year.

ARTICLE 11 - BORROWING POWERS

For the purpose of carrying out its objectives, the Swim Club may borrow, raise or secure the payment of money in such manner as it thinks fit and in particular, by the issue of debentures, but this power shall be exercised only pursuant to Special Resolution of the Swim Club and in no case shall debentures be issued without the sanction of the Special Resolution of the Swim Club, passed by a three-quarters (75%) majority in votes of its adult membership present at a General Meeting.

ARTICLE 12 - LIMITATION OF LIABILITY

No Member or Executive officer of this Swim Club is, in his individual capacity, liable for a debt or liability of the Swim Club.

ARTICLE 13 - DISSOLUTION CLAUSE

1. In the event of the dissolution of the society, all its remaining funds and assets after payment of its liabilities, shall be distributed to one or more organizations in Alberta with objects and goals similar to those of the Society Members select this organization(s) by Special Resolution and in no event do any members receive any assets or funds of the Society.