

PROPOSED BYLAWS  
OF  
ZONE 4 SILVER WILLOW ASSOCIATION  
(Alberta 55 Plus)

March 2011 / Revised January 2020

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-DEFINITIONS AS APPLIED IN THE TEXT OF THE BYLAWS HEREIN

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| Active Member       | Means a member who holds a life membership or pays membership fees and holds a valid membership card.   |
| AGM                 | Means Annual General Meeting  |
| ASCSRA              | Means Alberta Senior Citizens Sport and Recreation Association  |
| Associate           | Means an associate membership as permitted within the bylaws.   |
| The Association     | Means Zone 4 Silver Willow Association  |
| Board               | Means the Board of Directors of the Zone 4 Silver Willow Association  |
| Board of Directors  | Means the Executive Committee, and the appointed Membership Director, Activity Director, Publicity Director and Area Directors from each of the twelve (12) areas of the Zone 4 Silver Willow Association |
| Consultant          | Means Any person being paid a fee or contracted to provide a service  |
| Day                 | Means a calendar day  |
| Executive           | Means the "EXECUTIVE COMMITTEE"   |
| Executive Committee | Means the Past President, the President, the Vice-President, the Secretary and the Treasurer  |
| Majority            | Means approval by fifty (50%) plus one (1) of the members eligible to Vote at any Zone meeting  |
| Officer             | Means any person elected into any office identified by a bylaw  |
| Resolution          | Means a motion that is voted upon but does not relate to bylaw changes  |
| Simple Majority     | Means by a "MAJORITY"   |
| Special Resolution  | Means a resolution that is intended to change a bylaw   |
| Zone 4 SWA          | Means Zone 4 Silver Willow Association  |

## A. AUTHORITY

1. The Zone 4 Silver Willow Association is a branch of the Alberta Senior Citizens Sport and Recreation Association, with powers not exceeding the powers of the Alberta Senior Citizens Sport and Recreation Association.

## B. MEMBERSHIP

1. Upon payment of the current membership fee, any person fifty-five (55) years of age or over during the -year of membership who supports its objects and resides within the boundaries of Zone 4 will be granted full membership privileges in both the Alberta Senior Citizens Sport and Recreation Association and the Zone 4 Silver Willow Association and be considered an ACTIVE MEMBER.
2. Any individual who has attained the full age of fifty (50) years and supports the objects of - Alberta Senior Citizens Sport and Recreation Association may become an Affiliate Member of both Alberta Senior Citizens Sport and Recreation Association and the Zone 4 Association upon payment of the current membership fee. "AFFILIATE MEMBERS" shall not be eligible to vote, hold office or participate in playoffs leading to a provincial competition.
3. Any organization or club that supports the objectives of the Association or carries on activities that are congruent with the objectives and programs of the Association may become an Associate member of both Alberta Senior Citizens Sport and Recreation Association and the Zone 4 Silver Willow Association upon payment of the current associate membership fee. ASSOCIATE MEMBERS shall not be eligible to vote, hold office or participate in playoffs leading to a provincial competition.
4. Life Membership may be bestowed upon worthy members of the Zone 4 Silver Willow Association upon recommendation of Zone 4 Silver Willow Board of Directors to the Provincial Board, with no fee required. Life members will have a vote at the AGM of both Alberta Senior Citizens Sport and Recreation Association and the Zone 4 Association.
5. Upon approval of the Board of Directors, HONORARY MEMBERSHIP may be bestowed upon worthy members who have contributed directly or indirectly to the good of the Association. Honorary members of the Association have no voting privileges.
6. The fees for each category of membership in the Association shall be determined from time to time by a favourable vote cast by a simple majority of the members at a duly called AGM of the ASCSRA.
7. The membership year in the Zone 4 Association shall be the calendar year, January 1 to December 31 inclusive. Membership privileges continue for members who have an active current membership only. All privileges are suspended upon the expiration of a membership.
8. The Zone 4 Board of Directors may, for just cause, terminate the membership of any member. The individual member whose membership has been terminated shall be notified by email and a registered letter and a copy of the notification shall be sent to the Alberta Senior Citizens Sport and Recreation Association Board of Directors. Upon notification the terminated member has ten (10) days from the date of the notification letter to appeal the decision by registered letter to the Zone 4 President. Any such appeal shall be dealt with by the Board in accordance with the Alberta Senior Citizens Sport and Recreation Association Dispute Resolution Policy.
9. Any member wishing to withdraw from membership may do so upon written notice by hard copy or electronically to any member of the Board, at which time all privileges of membership will cease.
10. To hold a position on the Board, a member must be an Active member of the Association.

## C. GOVERNMENT OF THE ZONE

### 1. Board of Directors

- a. The Board, subject to the bylaws or direction given to it by a majority vote at any meeting duly called and constituted, shall have full responsibility for the management of the affairs of the Zone 4 Silver Willow Association.
- b. The Executive Committee shall consist of the Past President, President, Vice-President, Secretary and Treasurer. Three (3) members of the Executive Committee of the Association shall constitute a quorum.
- c. The Board of Directors shall consist of the Executive Committee and the appointed Membership Director, Activity Director, Publicity Director, and Area Directors from each of the twelve (12) areas. Six (6) members of the Board of Directors of the Association shall constitute a quorum.
- d. All Director positions, except the elected officers, will be filled by persons nominated by an active member and approved by a majority vote of the Zone 4 Board of Directors.
- e. The Executive Committee, except for the Past President, shall be elected for a two-year term at an AGM. The schedule for electing members to the Executive Committee shall be as follows:
  - (1) In even numbered years – the President and the Treasurer
  - (2) In odd numbered years – The Vice-President and the Secretary
- f. Any member holding an active membership in the Zone 4 Silver Willow Association shall be eligible for election to any office of the Executive Committee of the zone as permitted by the Bylaws but can only hold one office on the Executive Committee.
- g. Any member of the Executive Committee is deemed eligible for re-election to a consecutive term in the same office or to any other office on the Executive Committee of the zone as permitted by the Bylaws but can only hold one office on the Executive Committee.
- h. Any board member wishing to withdraw from the board may do so upon written notice by hard copy or electronically to the Zone 4 President or the person acting in his/her place, at which time all privileges of membership on the board will cease.
- i. When a vacancy occurs on the Executive Committee, the Board of Directors of the Association shall appoint an eligible Association member to that office until an election for said office can be held at the next AGM.
- j. The current members of the Executive Committee shall remain in office until their successors are elected and installed at the next scheduled Board Meeting.
- k. Election procedure shall include all nominations for elected positions to the Past President one (1) month prior to the Annual General meeting. Nominations from the floor for all Executive Committee offices shall be called at the AGM as well.
- l. Any member not present at an AGM meeting may be appointed or elected to a position that they have consented in writing to serve in a position.
- m. Any Director, elected Officer or Past President, who fails to attend three (3) consecutive Zone 4 Board meetings without prior notice to the President, may be expelled from the Board. Also failure to perform the duties as specified in the Bylaws will result in expulsion from the Board, upon a majority vote of the Board.

- n. Members of the Board may be removed from office for just cause by a majority decision of the Board. This decision shall be communicated with 24 hours by email to the “official email address” of the Member and within 7 days by registered letter to the Member affected by such action. The terminated Member has ten (10) days from the receipt of the registered letter to appeal the decision by registered letter to the President. If the Member appealing is a removed President, the letter of appeal must be to the Vice-President. Any such an appeal shall be dealt with by the Board in accordance with the Alberta Senior Citizens Sport and Recreation Association Dispute Resolution Policy.

#### D. DUTIES OF THE EXECUTIVE AND DIRECTORS

The Board of Directors of the Association, subject to the bylaws, regulations and established procedures, shall be responsible for all areas of control and management of the Association. The Board shall act by collective consensus to promote and carry out the objectives and business of the Association. In keeping with the established accepted management practices and within the parameters set in the bylaws, the affairs of the Association shall be subject to resolutions passed by the Board. Resolutions passed by the Board shall be acted upon in a diligent manner.

##### 1. The Board of Directors shall:

- a. Retain the responsibility of entering into any and all contracts on behalf of the Zone 4 Silver Willow Association
- b. Employ or appoint such agents or employees to perform such permanent, temporary or special services as it may from time to time deem necessary and establish the guidelines for the performance of such assigned duties
- c. Have the final authority for all financial affairs of Zone 4 Silver Willow Association
- d. Appoint and delineate the duties and responsibilities of all Special Committees deemed essential to carry out the affairs of the Association
- e. Be accountable to the membership of the Association

##### 2. The Executive Committee

The Executive Committee of the Association as identified by Bylaw C.1.b shall in keeping with authority received from the Board be the administrators of the usual affairs of the Association.

Accordingly, the Executive Committee shall:

- a. Conduct (unless specifically delegated otherwise by the Board, or as outlined in the duties of the President) all negotiations with outside agencies, organizations, government departments and foundations so that the Association speaks as one voice
- b. Administer and manage any program or activity authorized by Board motion and assigned to the Executive Committee
- c. Review at regular intervals, all existing Association programs and make recommendations for improvement
- d. Investigate and make recommendations for new programs that the Association may or should become involved with
- e. Have the final authority for all financial affairs of Zone 4 Silver Willow Association

3. The Immediate Past President shall:
  - a. Have full voting privileges if membership maintained
  - b. The Past President shall review the bylaws intermittently.
  - c. Be eligible for appointment to Special Committees
  - d. Act as a resource person for the Executive Committee and the Board
  - e. Conduct the election of officers at the Annual General Meeting
  
4. The President shall:
  - a. Be responsible for the preparation of the agenda for the AGM and all regular or special meetings of the Executive and the Board
  - b. Preside over the AGM, all regular or special meetings of the Executive Committee or the Board
  - c. Be an ex officio member of all committees of the Association
  - d. Nominate committee chairs and members to be ratified by the Board except in such circumstances whereby the Board has accepted responsibility to make such appointments
  - e. Have signing authority for all contracts and legal binding commitments as approved by the Board
  - f. Act as the official spokesperson of the Association in dealing with the media in matters pertaining to the operations of the Association
  
5. The Vice President shall:
  - a. Be prepared to preside over Executive Committee or Board meetings in the absence of or at the request of the President.
  - b. In the absence of both the President and the Vice-President, a chairperson may be elected to preside at the meeting.
  - c. Become familiar with the functions and activities of the Association
  - d. Advise the President of items that should be considered or placed on the appropriate meeting agenda
  
6. The Secretary shall:
  - a. Keep accurate written records of all meetings of the Executive Committee and the Board.  
In the absence of the Secretary, the duties shall be discharged by an officer appointed by the President.
  - b. Provide written reports of Executive Committee recommendations and actions to the Board
  - c. Provide for the distribution of any meeting minutes in a timely manner following any such meetings
  - d. Have charge of all zone correspondence and ensure that current bylaws and procedure manuals are available to all board members.
  - e. Keep a record of all members of the Board of Directors, their telephone numbers, mailing and email addresses.

7. The Treasurer shall:
  - a. Have signing authority for the financial affairs on behalf of the Zone 4 Silver Willow Association.
  - b. Maintain current, accurate records of all financial transactions pertaining to the operation of the Zone 4 Silver Willow Association.
  - c. Be responsible for the payment of all invoices received in accordance with approved budgets and instructions from the Board
  - d. Maintain current accurate records of all financial transactions for the Zone 4 Silver Willow Association ensuring that the financial records are maintained in a manner which meets legal requirements and as approved by the Board.
  - e. Prepare up-to-date financial statements for presentation at each regular Board meeting.
  - f. Recommend yearly a knowledgeable person or person(s) to review the financial records and prepare financial reports for said review.
  - g. Prepare and present financial statements at each AGM.
  - h. Prepare annual report for Alberta Corporate Registries.
  - i. Prepare annual financial summary for Alberta Liquor and Gaming Commission detailing the use of proceeds for the Casino account. Actively participate in any audits determined by ALGC.
  - j. Recommend financial directions and procedures that are prudent for the Association
  - k. Ensure that all financial records are maintained in a secure manner.
  
8. The Membership Director shall:
  - a. Collect all completed Zone 4 Membership Registration Forms and maintain a hardcopy file of same.
  - b. Collect a copy of all the Zone 4 Membership Registration Summary Forms submitted to the Treasurer and maintain a hardcopy file of same.
  - c. Record all submitted memberships into the Alberta 55 plus Provincial database after checking for completion and accuracy.
  - d. Maintain and update the Zone 4 database as needed
  - e. Generate an updated Zone 4 Membership Database handout to be distributed to Zone 4 Board Members at each Zone 4 Board meeting or as required.
  - f. Receive all confirmed Online Membership Submission information from the Alberta 55 plus Provincial Coordinator. Create and maintain an updated Zone 4 online membership file to submit to the Zone 4 Treasurer so as to make the Treasurer aware of incoming payments from Provincial for the Zone 4 share of online memberships.
  - g. Receive hardcopy Membership Registration Forms and membership money from members who choose to mail in their memberships. Fill out a Membership Submission Form and submit the form plus membership fees to the Zone 4 Treasurer.
  - h. Complete and mail out Membership Cards for all Zone 4 Online Members and Mail-in Members, complete with a cover letter containing the name and phone number of their Zone 4 Area Director and information about the Alberta 55 plus Website.
  - i. The Zone 4 Membership Director's name and contact information is on the Provincial Website as well as the Zone 4 Membership Registration Form. The Membership Director will receive all enquiries coming to her/him about Alberta 55 plus and/or Zone 4. To the best of her/his ability and knowledge the Membership Director will give information or direct as to where to find it and who can help them with their enquiries.

9. The Activity Director shall:
  - a. It is recommended that the Activity Director have some computer skills or access to people who do.
  - b. Work with Area Directors/ Coordinators to: plan, set up, assist and organize activities and workshops within Zone 4.
  - c. Zone playoffs will be required in Zone 4 to determine who will be eligible to attend Provincial Games.
    1. Set up playoffs for Provincial Games in all activities and categories as entries require.
    2. Meet all Provincial Games deadlines
    3. Work with Publicity Director to get important information out to Zone 4 membership.
    4. Ensure the use of a Provincial Games Spreadsheet
    5. Keep a copy of Zone 4 registrations either digitally or printed
    6. Zone 4 will cover the cost of registrations that have not been collected before the deadline
    7. Send the registration forms and the cheque in separate mailings to Host Communities
    8. All Provincial Games inquiries will be referred to the one Provincial Board liaison (no direct communication with the Host Community)
    9. Ensure someone knowledgeable is in attendance at these playoffs to proxy as Activity Director if Activity Director is unable to attend in person.
    10. Collect memberships. Every participant in zone playoffs must be a paid up member of Alberta 55 plus. Make and keep a copy of the Zone 4 playoff forms with the names of all the participants. Record the participants who did not qualify in their category who would be willing to go as a fill for another zone or take a spot in a younger age category in that activity if needed. Participants that qualify and accept that they have qualified for a particular activity, will not be allowed to qualify in another activity.
    11. Participants need some skill in the activity to qualify for entry in playoffs.
    12. Only the Activity Director or designate will send the playoff registrations from Zone 4 to the Provincial Committee.
    13. Read over the games rules before play begins to ensure adherence to Alberta 55 plus rules.
    14. Ensure that the Alberta 55 plus Rules of the Games are strictly followed.
  - d. Rules of the Games
    1. Activity Directors are part of the Provincial Technical Committee and will be required to attend the Provincial Technical Committee Meetings
    2. Activity Directors will consult the "Activity Experts" in Zone 4 to obtain feedback on proposed rule changes prior to attending Technical Committee Meetings
10. The Publicity Director shall:
  - a. Be responsible for the submission of pertinent zone news and items of interest for publication in the ASCSRA newsletter and magazine.
  - b. Be responsible for submitting news about zone events and competitions to local publications.



## E. ZONE MEETINGS

1. Zone 4 Silver Willow Association shall hold an AGM on or before April 1<sup>st</sup> of each year. At least twenty-one (21) days notice of the AGM shall be posted on the Alberta Senior Citizens Sport and Recreation Association website or sent electronically to active members or by written letter if no email is available.
2. Fifteen (15) members in good standing shall constitute a quorum at any AGM.
3. The Board of the Association shall hold a minimum of five (5) regular board meetings each calendar year. Except under extenuating circumstances, the time period between any two (2) regular board meetings shall not exceed (90) days.
4. The Executive Committee and any duly appointed Special Committees shall hold such meetings as required to carry out in an orderly and appropriate manner the affairs of the Association.
5. Special meetings of the Board of the Association may be requested by a quorum of the Board. Such requests must be made in writing to the President and state the business which is to be brought to the meeting. Three (3) days notice by electronic media to all members of the Board is required. Six (6) members of the Board of Directors of the Association shall constitute a quorum.
6. Special meetings may be held without notice if a quorum of the Board of the Association is present. Any resolutions or business transactions at such meetings must be ratified at the next regular meeting of the Board of the Association or they shall be deemed to be null and void.
7. Special meetings of the Executive Committee may be requested by a quorum of the Executive Committee. Such requests must be made in writing to the President stating the reason for the request. Three (3) days notice by electronic media to all members of the Executive Committee is required. Three (3) members of the Executive Committee of the Association shall constitute a quorum.
8. Special meetings may be held without notice if a quorum of the Executive Committee is present. Any resolutions or business transactions at such meetings must be ratified at the next regular meeting of the Board of the Association or they shall be deemed to be null and void.
9. A Special Meeting of the Zone 4 Association shall be called by the President upon receipt of a petition setting forth the reasons for calling such a meeting signed by at least fifty (50) active members in good standing. At least twenty-one (21) days notice shall be posted on the Alberta Senior Citizens Sport and Recreation Association website or sent electronically to active members or by written letter if no email is available.
10. Fifteen (15) members in good standing shall constitute a quorum at any Special Meeting.

## F. VOTING AUTHORITY

1. Any Zone 4 SWA member with a valid active membership shall have the right to vote on any and all resolutions or elections at any Annual or Special Meeting duly called by the Association. All such votes shall be made in person. Votes by proxy, written communication or electronic media shall not be permitted.

#### G. AUDITING AND FISCAL YEAR END

1. The financial records of the Association shall be reviewed at least once a year by the person or person(s) elected by the membership at the AGM. A complete and proper statement of the standing of the books for the previous year shall be submitted by the Treasurer at the AGM.
2. The fiscal year-end of the Association shall be December 31.
3. The financial records and operational records of the Association may be inspected by any member of the Association at the Annual General meeting or at any time upon giving reasonable notice and arranging a time and place satisfactory to the officer or officers having charge of same.
4. All members of the Board of Directors shall have the right to peruse, in the presence of the officer or officers responsible, all financial and organizational records of the Association upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same.

#### H. OFFICER AND DIRECTOR INDEMNIFICATION

1. The Association shall indemnify its past and current officers, directors, volunteers and consultants against all costs in defence of all actions brought forth as a result of their acting on behalf of the Association, provided that all such actions were neither criminal nor carried out in a manner that was wantonly negligent or knowingly beyond their scope of authority within the Association.
2. The Association shall keep in force insurance policies that are in keeping with the standards deemed essential and prudent for a volunteer not-for-profit organization such as the Association.

#### I. REMUNERATION FOR OFFICERS AND MEMBERS

1. The functions of the Zone 4 Silver Willow Association shall be carried on without the purpose of monetary gain for its members and any profits or accretions to the organization shall be used to promote its objectives.
2. No officer, director or member of the zone organization shall receive any remuneration for services rendered, however any officer or member of the zone organization may be reimbursed for reasonable expenses incurred while performing duties on behalf of the organization. Such reimbursement shall be in keeping with guidelines authorized by the Board of Directors of the Zone.

#### J. BORROWING POWERS

1. For the purposes of carrying out its objectives, the zone organization may, by a special resolution passed at an Annual, General or duly called Special Meeting, borrow, raise or secure monies in the most suitable manner that preserves the viability and integrity of the Zone Association.

#### K. DISSOLUTION OR VOLUNTARY WINDUP

1. In the event of the dissolution or voluntary winding up of the Zone Association, the remaining assets shall be distributed to Alberta Senior Citizens Sport and Recreation Association or to a charitable organization selected by the Board of the Association in accordance with existing regulations of the Province of Alberta.

L. BYLAW AMENDMENTS

1. Bylaws may be created, amended or rescinded by a Special Resolution passed at an AGM
2. A minimum of twenty-one (21) days notice specifying the intention to propose a Special Resolution must be given in writing and/or by electronic media to the Zone 4 membership. In addition, the original bylaws noting the intended changes will be posted on the Zone 4 Website.
3. A positive vote of a minimum of seventy-five (75) percent of the members at the AGM is required to pass a Special Resolution that rescinds, amends or creates a Bylaw.

M. SEAL

1. At this time the Zone 4 Silver Willow Association will not be adopting a seal.