

Carlton Trail Ski Club

Constitution

(last review on Dec. 4, 2019)

ARTICLE I - NAME

The organization shall be known as the Carlton Trail Ski Club, hereinafter referred to as CTSC or the Club.

ARTICLE II – OBJECTIVES

1. To encourage and promote the activity and sport of cross country skiing
2. To maintain and/or develop cross country ski trails and/or facilities in the Humboldt area
3. To provide and/or facilitate instructional, recreational, and/or competitive programs and/or special events in the Humboldt area
4. To encourage an appreciation for wildlife land, outdoor recreation, and/or physical fitness

ARTICLE III - STRUCTURE

The Club shall be a not-for-profit organization based in the Humboldt area in the province of Saskatchewan, Canada.

ARTICLE IV – AFFILIATION

The Club shall be a member Cross Country Saskatchewan and thereby shall be affiliated with Cross Country Canada.

ARTICLE V – DISSOLUTION

In the event of dissolution of the Club, all its remaining assets after payment of liabilities, including land and buildings, shall be donated, by motion of the Executive Committee, to a Humboldt and area not-for profit organization.

ARTICLE VI – PERSONAL GAIN

The business of the Club shall be carried on without purpose of gain for its members. Any profits or other accretions to the Club shall be used for promoting its objects and the members of the Club shall have no interest in the property or assets of the society.

ARTICLE VII - AMENDMENT OF THE CONSTITUTION

This Constitution may be amended by a two-thirds majority of the Adult Members present at a General Meeting. Any amendment shall be proposed at least two weeks in advance of such General Meeting, and all Members shall be notified of the proposed amendment in a notice of the meeting distributed one week before the General Meeting.

ARTICLE VIII - BYLAWS

The Bylaws of the Club shall be those attached to this Constitution until repealed, amended, or added to. The Bylaws may be repealed, amended, or added to at a General Meeting by a simple majority of the Adult Members present.

Carlton Trail Ski Club

Bylaws

(last update on Dec. 4, 2019)

1. MEMBERSHIP

- 1.1 Adult Membership shall be granted to any person 18 years of age or older (as of Jan. 1 of the current season) upon payment of annual dues. Thus:
 - for the 2020-2021 season, an “adult” is a person born 2002 or earlier
 - for the 2021-2022 season, an “adult” is a person born 2003 or earlier
 - for the 2022-2023 season, an “adult” is a person born 2004 or earlier
- 1.2 Youth Membership shall be granted to any person under 18 years of age (as of Jan. 1 of the current season) upon payment of annual dues. Thus:
 - for the 2020-2021 season, a “youth” is a person born 2003 or later
 - for the 2021-2022 season, a “youth” is a person born 2004 or later
 - for the 2022-2023 season, a “youth” is a person born 2005 or later
- 1.3 Honorary or Life Membership may be granted to any person by motion of the Executive Committee.
- 1.4 Annual dues and program fees shall be fixed annually by the Executive Committee.
- 1.5 Membership shall be valid from the date of payment of annual dues until Dec. 31 of the latter year of the season (e.g. a 2022-2023 membership expires on Dec. 31, 2023).
- 1.6 Club membership is not transferable and ceases upon death of the Member or dissolution of the Club.

A Member may be expelled or suspended from the Club by the Executive if the Executive deems that his or her continuance as a Member of the Club is contrary to its best interests.

The Club shall be under no obligation to refund Membership fees (fully or partially) in the event a person is no longer a Member (whether by choice or otherwise).

- 1.7 Any individuals who have signed a Participant Waiver Form to enter in a CTSC ski race or event, those who have signed a Volunteer Waiver Form to assist with club programs, or those who have purchased a Day Pass for the use of CTSC ski trails are also considered Members of the Club and Cross Country Saskatchewan and will be covered as “additional named insured” under the Cross Country Canada insurance policy. Membership for these individuals is limited to the competition, event, or day specified in the Participant Waiver Form, Volunteer Waiver Form, or Day Pass.

2. EXECUTIVE COMMITTEE

- 2.1 Except as otherwise provided in these Bylaws, the affairs of the Club shall be managed by the Executive Committee (hereinafter referred to as the Executive).

- 2.2 The Executive shall consist of four Officers, a Youth Representative, and a maximum of ten Directors.

The four Officers shall be the President, Vice President, Secretary, and Treasurer.

The Youth Representative must be a Youth Member. The Youth Representative is not considered an Officer or Director, and as such has no voting privileges.

The Past President, if not an Officer or a Director, shall be an *ex-officio* member of the Executive for one year following their term as President.

- 2.3 The Officers, Directors, and Youth Representative shall be elected by ballot at the Annual General Meeting.
- 2.4 An Adult Member may nominate an Adult Member, including him or herself, to stand for election as an Officer or a Director or both.

Nominations for Youth Representative may be made by any Adult Member.

- 2.5 All Officers, Directors, and the Youth Representative shall assume their duties within fifteen days of their election.
- 2.6 The office of a member of the Executive shall be vacated:
- upon resignation in writing to the President or Vice President
 - upon absence from three consecutive meetings of the Executive without reasonable excuse, or
 - by resolution of the Executive removing the Member with cause. Such resolution shall require a vote of not less than two-thirds of the Executive members, at a meeting of the Executive duly called for that purpose.
- 2.7 Should a vacancy occur in the office of President, the Vice-President shall become the President for the duration of the term.

Should a vacancy occur in the office of Vice President, Secretary, or Treasurer, the position shall be filled by a Director appointed by the Executive. Should no Director be willing to accept the appointment, the position shall be filled by an Adult Member appointed by the Executive.

Should a vacancy occur in the Youth Representative position, it shall be filled by a Youth Member appointed by the Executive.

- 2.8 The Executive shall meet periodically and sufficiently to conduct the business of the Club.

The President shall call a meeting of the Executive when requested by a majority of the Executive Committee members.

A quorum for Executive meetings is defined in Bylaw 5.5.

- 2.9 The Executive may delegate any of its powers to committees consisting of such member(s) of the Executive as the Executive may determine.
- 2.10 Executive members shall receive no compensation (notwithstanding reimbursement for expenses incurred while performing duties on behalf of the Club), either directly or indirectly for acting as such, and shall not receive either directly or indirectly any profit from their office.

3. DUTIES OF OFFICERS OF THE EXECUTIVE

- 3.1 The **President** or a member of the Executive designated by the President shall preside at all meetings of the Club and of the Executive and shall represent the Club on all appropriate occasions.
- 3.2 The **Vice President** shall perform all duties of the President in the absence of or on behalf of the President.
- 3.3 The **Secretary** shall record the proceedings of all meetings of the Executive, in the form of minutes, which shall be read for approval at the subsequent meeting. The Secretary shall also be responsible for the general correspondence of the Club and for maintaining a file thereof.
- 3.4 The **Treasurer** shall keep and maintain full accounts of all receipts and disbursements in books belonging to the Club, provide an annual budget and monthly statements, provide financial advice, and keep deposits of Club funds. The Treasurer shall provide a detailed report at the Annual General Meeting and report the financial state to Executive.

4. BUSINESS OF THE CLUB

- 4.1 The fiscal year of the Club shall be from November 1st to October 31st.
- 4.2 The Treasurer plus one of the President or Vice President shall attain signing authority on the Club's bank account.
- 4.3 Club funds shall only be used to further the objectives of the Club.
- 4.4 As per the Non-Profit Corporations Act, 1995, the Organization is required to file "audited" or "reviewed" financial statements unless a resolution not to appoint an auditor or reviewer has been passed by two-thirds of the Members voting on the resolution.

5. MEETINGS

- 5.1 Meetings shall be conducted in accordance with the rules contained in the current edition of Robert's Rules of Order in all cases to which they are applicable and in which they are not inconsistent with the Constitution and these Bylaws.

- 5.2 A General Meeting of the Club may only be called by the Executive. The Executive shall call a General Meeting at the signed request of at least twelve Adult Members.
- 5.3 The Annual General Meeting of the Club shall be held before December 15 in each fiscal year, at a place and time to be decided by the Executive.
- 5.4 Notice of the Annual General Meeting or any General Meeting shall be made to all Club members at least 15 days prior to its scheduled occurrence. Acceptable forms of notice shall be an e-mail to all members and/or an announcement on the Club website and/or Facebook page. The Notice of the Meeting shall provide a brief summary of any intent to repeal, amend, or add to the Constitution or By-Laws.
- 5.5 Fifty percent of the Executive (not including the Youth Representative), one of which must be either the President or the Vice President, shall constitute a quorum for Executive meetings.

Eight Members, which must include at least fifty percent of the Executive, shall constitute a quorum for the Annual General Meeting or a General Meeting.

- 5.6 Every meeting motion shall be determined by a majority of votes unless otherwise specifically provided by statute, by the Constitution, or by these Bylaws.

Each Executive member present (including the chair but not including the Youth Representative) at an Executive Meeting shall have the right to exercise one vote.

Each Adult Member present (including the chair) at a General Meeting shall have the right to exercise one vote.

6. POLICY AND PROCEDURE

- 6.1 The Executive shall have the power to create policies and procedures consistent with these Bylaws as it may deem advisable respecting the conduct of the affairs of the Club.