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MISSION STATEMENT

To help and support the development of rhythmic gymnastics in and around the Town of Devon.

Article 1: INTERPRETATION

Definitions:

“**ARPA**” shall be defined as the Arabesque Rhythmics Parents’ Association.

“**The club**” shall be defined as Arabesque Rhythmics.

“**RGA**” shall be defined as the Alberta Rhythmic Sportive Gymnastics Federation which operates as Rhythmic Gymnastics Alberta, the provincial governing body for the sport of rhythmic gymnastics.

“**GCG**” shall be defined as Gymnastics Canada Gymnastique, the national governing body for the sport of rhythmic gymnastics.

“**GCG-RG**” shall be defined as Gymnastics Canada Gymnastique-Rhythmic Gymnastics Programs.

“**AGM**” shall be defined as Annual General Meeting.

In these Bylaws, unless the context otherwise requires, expression shall have the meaning so defined in words importing the singular shall include the plural and vice versa.

In these Bylaws, unless the context otherwise requires, expression shall have the meaning so defined in words importing the feminine shall include the masculine and vice versa.

ARPA supports the club to provide gymnastics services (e.g. coaching, athlete and program development, administration, event coordination, coach and official training) to athletes, coaches, officials and volunteers as per the club’s policies.

ARPA will not create nor keep a seal.

Article 2: MEMBERSHIP

2.1 Membership

Membership in ARPA is open to any individual within the province of Alberta who supports the objectives of the Association, and who is a current adult (18 years and older) participant and/or a parent or guardian of a current participant, in good standing, in any Arabesque Rhythmic classes.

2.2 Membership Fee

Membership fee, if any, in the society shall be determined, from time to time, by the members at the Annual General Meeting.

2.3 Membership Year

The membership year shall be determined at the AGM, but unless otherwise stated, shall be from October 1 to September 30 of each year.

2.4 Membership in Good Standing

Any member of the Association shall be in "good standing" if she/he complies with the Bylaws and Policies and Procedures of ARPA and has paid the appropriate fees for the current membership year.

2.5 Suspension or Expulsion from Membership

Any member of ARPA may be recommended for suspension or expulsion by a two thirds (2/3) majority vote of the Board of Directors if found guilty of behaviour that is likely to bring discredit to ARPA. The suspension or expulsion of a member shall not be valid until confirmed by a two thirds (2/3) majority vote of a General Meeting of ARPA of which prior notice of the proposed suspension or expulsion was given.

2.5.1 The member who is the subject of a proposed suspension or expulsion shall be given an opportunity to be heard by the Board of Directors and shall be advised in writing by registered mail of the time and place of said meeting at which the removal is to be discussed.

2.5.2 Any member who has been suspended or expelled from ARPA shall not be eligible for reimbursement of her/his membership fee.

2.6 Withdrawal of Membership

Any member wishing to withdraw from membership may do so upon a notice in writing to the Board

2.6.1 Any member who has withdrawn from ARPA shall not be eligible for reimbursement of her/his membership fee.

2.6.2 A member who withdraws from ARPA is still liable for any debts to ARPA but shall not be entitled to any of the privileges offered by ARPA.

2.7 RGA Affiliation

ARPA will be associated with RGA and GCG and thereby subject to the related Bylaws, and Policies and Procedures adopted by RGA and GCG regarding Rhythmic Gymnastics, where the aforementioned do not conflict with ARPA's own Bylaws, and Policies and Procedures.

2.8 Conflict of Interest

Any members who would benefit from a decision shall remove themselves from that decision making process by declaring a conflict of interest. Conflict of interest constitutes any decision, which is made whereby members would benefit from said decision in any way.

Article 3: BOARD OF DIRECTORS

3.1 Positions and Duties

The Board of Directors of RGA shall consist of: President, Past President, Vice President, Treasurer, Secretary, Booking Chairperson and Fundraising Chairperson.

The Board shall, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the society, and meetings of the Board shall be held as often as may be required, but at least once every year, and shall be called by the President. A special meeting may be called on the instructions of any two Board members provided they request the President in writing to call such meetings, and state the business to be brought before the meeting. Meetings of the Board shall be called by seven (7) days' notice in writing emailed to each member or by three (3) days' notice by fax or telephone. Any four (4) Board Members shall constitute a quorum. If quorum is not reached, any business transactions arising from such a meeting shall be ratified by an email vote of the Board or at the next regularly called meeting of the Board; otherwise they shall be null and void.

The individual duties of the Board Members are defined in detail in the Policy and Procedures Manual but in brief shall be:

President

Shall be the chief executive officer of ARPA and shall preside over all Executive, Board and General meetings of ARPA. The President shall be responsible for calling all meetings of the Executive and Board and preparing the meeting agendas. The President shall ensure that all orders and resolutions of the Board and General Meetings are carried out. The President shall represent or cause to be represented, ARPA at all functions requiring representation. The President shall be an *ex-officio* member of all ARPA Committees. He/she shall, when present, preside at all meetings of the society and of the Board. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

The President shall be elected in EVEN years.

Past President (Ex-officio)

Shall advise and provide support and assistance to the current President when required.

Shall be a non-voting member (*ex-officio*).

Vice President

Shall assume presidential duties in the absence of the President, chair the Nominating Committee, and review Bylaws, and Policies and Procedures of the Association.

The Vice-President shall be elected in ODD years.

Secretary

Shall attend all meetings of the association and of the Board, and to keep accurate minutes of the same. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence of the society and be under the direction of the President and the Board.

The Secretary shall obtain a record of all the members of the society and their email addresses, send all notices of the various meetings as required.

The Secretary shall be elected in EVEN years.

Treasurer

Shall properly account for the funds of ARPA and keep books as may be directed. The Treasurer shall receive all monies paid to the society and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He/she shall properly account for the funds of the society and keep such books as may be directed. He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited of the financial position of the society and submit a copy of same to the Secretary for the records of the society. The Office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.

The Treasurer shall collect and receive any annual dues or assessments levied by the Association. Such monies shall be promptly deposited in a Bank, Trust Company, Credit Union or Treasury Branch as required.

The Treasurer is a member of the Fundraising Committee.

The Treasurer shall be elected in ODD years.

Booking Chairperson

Shall, when the Head Coach of the club requests, coordinate with the Head Coach to book training, competitive and/or performance facilities to provide support for the development of rhythmic gymnastics in Devon and surrounding area.

The Booking Chairperson will liase directly with the Head Coach of Arabesque Rhythmics to ensure that facility bookings and facility rental payments are made in a timely manner. The club will apply for a Certificate of Insurance on behalf of ARPA through RGA.

The club will be invoiced by ARPA for facility rental and other eligible expenses as agreed upon by the club and ARPA.

The Booking Chairperson shall be elected in EVEN years.

Fundraising Chairperson

Shall organize and lead the Fundraising Committee to create fundraising opportunities throughout the year. It is the responsibility of the Fundraising Chairperson to communicate with the membership regarding fundraising opportunities and how funds will be distributed.

The Fundraising Chairperson will call and chair any planning meetings regarding fundraising activities available to the membership within the year (Oct 1 to Sept 30). A notice of meeting must be distributed (emailed) to the those members who have expressed interest in participating in fundraising activities at least seven (7) days prior to the date of the meeting.

The Fundraising Chairperson is responsible for delegating jobs related to any fundraising activities (including organizing volunteers).

The Fundraising Chairperson will work with the Treasurer to provide a full detailed account of the funds raised and how they are to be distributed.

The Fundraising Chairperson shall be elected in ODD years.

3.2 Election of Board

Only members in good standing shall be eligible for election to the Board of Directors.

Board members will be elected by simple majority at the AGM. A Board appointed Nominating Committee, chaired by the Vice President, shall present a slate of nominations. Nominations shall also be accepted from the floor. Voting shall be conducted by secret ballot.

A person appointed or elected a chairperson becomes a chairperson if they were present at the meeting when being appointed or elected, and did not refuse the appointment. They may also become a chairperson if they were not present at the meeting but consented in writing to act as chairperson before the appointment or election, or within ten days after the appointment or election.

The terms of office shall be for two (2) years commencing from the date of the AGM at which the person is elected. If a Board Member is elected mid-term, he/she will complete the appointment until the end of term (term lengths for each Board Member are described in Section 3.1).

Board members may hold office for a maximum of six (6) consecutive years. Upon completion of the 6th year, the Board member must relinquish his/her position on the Board for a minimum of one (1) year. Following the one year hiatus, provided he/she is still a member in good standing, the member may once again apply to hold office.

3.3 Authority of Board

The Board of Directors shall, subject to the Bylaws, have full control and management of the business and affairs of the Association.

3.4 Vacancies on the Board

Vacancies on the Board may be filled for the durations of the term as appointed by the remainder of the Board.

3.5 Removal and Resignation of Board Member

- 3.5.1 The Board of Directors has the right to recommend removal of elected and appointed members of the Board for behaving in a manner adverse to the best interests or reputation of ARPA, and/or for insanity, and/or for proven dishonesty.
- 3.5.2 The individual to be removed shall be advised in writing by registered mail of the time and place of the Board meeting at which removal is to be discussed, and shall have the right to contest the ruling at such meeting.
- 3.5.3 Removal shall be effective following a two-thirds (2/3) affirmative vote of the Board.
- 3.5.4 Officers and elected individuals who wish to resign must submit a written letter of resignation to the President upon their decision to resign.
- 3.5.5 Any member of the Board who is absent from two (2) consecutive Board Meetings without reason satisfactory to the Board will be removed from the Board. Arrangements shall be made for a replacement member to be elected or appointed for the remainder of the term.

3.6 Renumeration

Unless authorized at any meeting and after notice for same shall have been given, no officer, director, or member of the society shall receive any remuneration for his/her services.

Article 4: MEETINGS

Minutes of all RGA meetings shall be recorded and distributed to the Board of Directors.

ARPA may use Arabesque Rhythmics' club website to disseminate information to membership (e.g. post information about upcoming meetings, fundraising opportunities, etc) on the News webpage within the above website. ARPA shall send the information to the website administrator a minimum of three (3) days prior to when the membership is to be notified (i.e. the website administrator must have information regarding an upcoming general meeting a minimum of 10 days in advance of the meeting in order to ensure the information is posted seven (7) days prior to the meeting).

4.1 Annual General Meeting

The AGM is the decision-making forum of ARPA.

- 4.1.1 There shall be an annual meeting on or before October 18 in each year, of which notice in writing to the last known email address of each member shall be sent (emailed) seven (7) days prior to the date of the meeting.
- 4.1.2 Notice of any General Meeting shall be deemed to be given, if given personally or e-mailed to the address of any member, which appears in the records of ARPA. No error or omission in giving such notice shall invalidate such meeting or invalidate or make void any proceedings taken at such meeting.
- 4.1.3 General Meetings are open to the public. All members of the Association may speak and non-members may speak if recognized by the chair.
- 4.1.4 At this meeting there shall be elected such Board Members whose terms of office expire in accordance with the Bylaws.
- 4.1.5 The order of business at every general meeting shall be:
 - a) Call to order and roll call of voting delegates (establish quorum)
 - b) Minutes from the previous general meeting
 - c) President's welcome address
 - d) Financial report and statement
 - e) Reports of Chairpersons and Committees
 - f) Amendments to the Bylaws
 - g) General business
 - h) Elections
 - i) Adjournment
- 4.1.6 The retiring officers shall remain in office until the adjournment of the meeting at which their successors are elected.

4.2 General Meetings

General meetings of the society may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing to the last known address of each member, delivered by email seven (7) days prior to the date of such meeting. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third (1/3) of the members in good standing, setting forth the reasons for calling such meeting, which shall be by letter to the last known address of each member, sent by email seven (7) days prior to the meeting.

4.3 Quorum

A quorum must be present to ratify any motions presented at a meeting.

Board of Directors: a minimum of 4 Board Members.

Annual General Meeting: a minimum of 10 members of the ARPA Membership.

Special General Meeting: a minimum of 10 members of the ARPA Membership.

Committees: one-half (1/2) of the number of voting Committee members of filled positions, plus one additional voting member.

If no quorum is established at a meeting, a new meeting, conference call, or email vote shall be held within seven (7) days and at the discretion of the Board of Directors.

4.4 Voting at Meetings

Every registered member in good standing shall have the right to vote at the AGM and Special Meetings of the Association.

4.4.1 Voting Rights – Members must be in attendance in order to vote. If a member is unable to attend a meeting, votes may be sent to the President via email up to two (2) days in advance of the meeting. Another member may not vote in place of an absent member.

4.5 Board of Directors

4.5.1 The Board of Directors shall meet as often as the affairs of the Association require to a minimum of once a year.

4.5.2 Any member of the Association may attend and may participate if recognized by the Chairperson.

4.5.3 Each member of the Board of Directors is entitled to one vote. A quorum of 4 Board Members is required to ratify any motion presented. Abstentions are not counted when establishing a majority vote. The President will cast his or her vote only in the event of a tie.

4.5.4 When the Board of Directors use email votes to make decisions, a quorum of 4 Board Members is required to ratify any motion presented. Each member of the Board of Directors is entitled to one vote. In the case of email votes, when a board member does not respond by the deadline given in the email, it will be classified as a vote in favour of the motion.

4.5.5 Board members must be informed at the close of each Board meeting of the date and venue of the next meeting.

4.7 Annual Planning Meeting

The Annual Planning Meeting will address and re-evaluate the implementation of fundraising activities for ARPA members.

Article 5: FINANCES OF THE FEDERATION

5.1 Fiscal Year

The fiscal year of the Federation shall be from October 1 to September 30.

5.2 Accounts

The Board of Directors shall cause true accounts to be kept of all funds received and disbursed by the Association.

One or more accounts shall be kept for the Association in a chartered Canadian Bank, Trust Company, Credit Union, or Provincial Treasury Branch.

Cheques shall be signed by two Board Members who are designated signing authorities. Signing authorities shall be Board Members and shall include at least one of the following:

- Treasurer
- Booking Chairperson
- President
- One other Board Member as decided at the AGM

The financial records of the Association shall be located at the Treasurer's personal residence or at the club's office.

The financial records of the Association may be inspected by any member in good standing upon the required notice of forty-eight (48) hours written notice.

A general account for expenditures and facility rentals will be kept. A minimum of one additional account will be kept for money generated by fundraising activities.

5.3 Auditing

The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Association elected for that purpose at the Annual Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of ARPA.

5.4 Borrowing Powers

For the purpose of carrying out its objectives, the Board of Directors may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures. This action must be ratified at the next meeting of the Association. This power shall be exercised only under the authority of these Bylaws and in no case shall debentures be issued without the sanction of a special resolution of the Federation.

5.5 Custody of the Minutes

All minutes of the Association meetings and Board of Directors meetings shall be kept in the club office.

Article 6: AMENDMENTS

These Bylaws may be rescinded, altered or added to by a "Special Resolution" passed by a majority vote of not less than 75% or 3/4 vote of such members entitled to vote as are present in person at any Annual or Special General Meeting.

6.1 Procedure

Notice to amend any bylaw or to introduce a new one shall be given in writing and circulated to the members thirty (30) days in advance of the meeting at which it is to be considered.

In the case of repealing or amending any Bylaw of the Federation, it is understood that the repeal or amendment of any such Bylaw not embodied in the Alberta Societies Act shall not be enforced or acted upon until the approval of the Government official has been obtained.

The Board may prescribe such rules and regulations not consistent with these Bylaws relating to the management and operation of the Federation as they deem expedient, provided these rules and regulations shall be in effect only until the next Board meeting when they shall be confirmed.

Article 7: COMMITTEES

7.1 General

Each committee Chairperson shall be responsible to the Board of Directors for the actions of his/her committee.

Committees shall be limited to financial expenditures, which have been approved by the Board of Directors.

Committees shall review, monitor and evaluate the effectiveness of existing policies within the respective committees' key responsibility areas and prepare recommendations for deletions and additions for ratification by the Board of Directors.

7.2 Fundraising Committee

The Fundraising Committee is responsible for coordinating fundraising activities. The Committee will entertain fundraising suggestions from the ARPA membership.

Shall be chaired by the Fundraising Chairperson.

Shall be composed of the Treasurer plus three (3) Members at Large who are appointed from the Membership for the current year (October 1 to September 30).

The Fundraising Chairperson will be responsible for the duties outlined in Section 3.1.

The Fundraising Chairperson will work with the Treasurer to provide a full detailed account of the funds raised and how they are to be distributed.

7.3 Special Committees

The President may, from time to time, appoint committees to carry out specific tasks in the name of ARPA.

Special Committees shall exist only to conduct business within the area for which they were appointed and shall cease to exist upon completion of their assigned duties.

Special Committees shall be composed of a Chairperson, one Board Member, and three (3) Members at Large who are appointed from the membership for the current year (October 1 to September 30).

Article 8: LIQUIDATION AND DISSOLUTION

8.1 Dissolution

The Association shall be dissolved upon resolution, requiring a three-quarters (3/4) majority vote by the eligible voters attending an AGM or Special General Meeting. Written notice of this intent must be circulated to all members at least thirty (30) days prior to the meeting date.

8.2 Distribution of Assets

8.2.1 After the payment of all debts and liabilities of the Association, the remaining assets of the Association shall be given or transferred to such organization or organizations having the same or similar objectives of the Association, as determined by a majority vote at the dissolution meeting, with preference given to ARSGF.

8.2.2 In the event that the foregoing provisions cannot be effected, then such funds shall be given or transferred to a charity, provided that such organization(s) be a charitable organization, a charitable corporation, or a charitable trust recognized by the Department of National Revenue of Canada as being qualified as such under the provisions of the Income Tax Act of Canada.

Date: _____.

Signature: _____ Print Name: _____	Address _____ Apt. _____ City/Town: _____ Province: _____ Postal Code: _____
Signature: _____ Print Name: _____	Address _____ Apt. _____ City/Town: _____ Province: _____ Postal Code: _____
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Signature: _____ Print Name: _____	Address _____ Apt. _____ City/Town: _____ Province: _____ Postal Code: _____
WITNESS Signature: _____ Print Name: _____	Address _____ Apt. _____ City/Town: _____ Province: _____ Postal Code: _____

