



10000307148073725

SPECIAL RESOLUTION

I hereby certify that the following special resolution was passed at a meeting of the members of Highwood Current Swim Club on 09/23/2024.

The by-laws were changed as follows:

- The existing bylaws are repealed.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

Date: Nov 20, 2024 (write today's date)

Signature: Kirsten Aarbo-Guest (original ink signature of authorized officer)

Printed Name: Kirsten Aarbo-Guest

Title: President, Highwood Current Swim Club

Date: Nov 20, 2024 (write today's date)

Signature: [Signature] (original ink signature of authorized officer)

Printed Name: Danielle Fisk

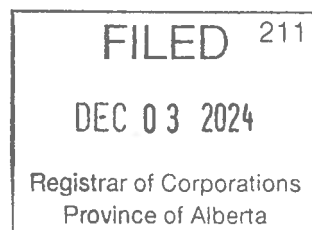
Title: Vice-President, Highwood Current Swim Club

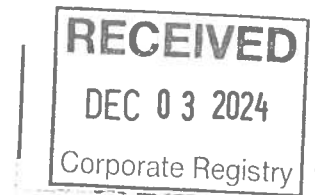
Date: Nov 20, 2024 (write today's date)

Signature: K. Fcher (original ink signature of authorized officer)

Printed Name: Kristin Fcher

Title: Treasurer, Highwood Current Swim Club





Highwood Current Swim Club Bylaws

Article I

The name of the Society is HIGHWOOD CURRENT SWIM CLUB (hereinafter referred to as 'CRNT' or 'the Club').

Article II

1. 'Club Year': the Club Year shall commence on September 1st of each year and end on August 31 of the following year.
2. 'Fiscal Year': The financial reporting period begins July 1st of each year and ends June 30 of each year.
3. 'Member in Good Standing': Any individual who meets the qualifications for membership as set forth in the CRNT Bylaws and has not been suspended by the by the Board of Directors is a member in good standing.
4. 'Swimming Member': a swimmer who has met the minimum technical swimming ability standard as required by the Head Coach and assistants, who has not been suspended, and who is registered under the Highwood Current Swim Club name, and is a member in good standing.
5. 'Voting Member': each parent, step-parent, legal guardian of a swimming member in the C1-5 levels, and each swimming member 18 years of age is entitled to vote. Each family will have one Voting Member, but other participating family members can apply to become Associate Members. For the purpose of these bylaws, 'family' shall be inclusive of natural parents, step-parents, legal guardians, and swimming members.
6. 'Associate Member': any person nominated for membership by the Board of Directors and approved by a simple majority of the voting members present at a general meeting of the Club. An Associate Member, when approved, is considered a member in good standing and is able to vote.

Article III

Membership

- 3.1 Any member will cease to be a member when they no longer meet the qualifications set out in Article III of the bylaws. Any member wishing to withdraw from membership may do so by advising the club manager in writing. Any member may be suspended from membership by notice in writing upon a majority vote of the board of directors at a

regular meeting of the board of directors properly held and constituted for the following reasons:

- a) The member is one month or more in arrears for club fees or assessments.
- b) The member fails to meet the officiating qualifications and requirements as established by the club.
- c) The member fails to meet fund raising requirements as established by the club
- d) Any member may be suspended for cause.

3.02 The suspended member will not be entitled to membership privileges or powers until reinstated.

Article IV

Club Fees

4.01 Membership, swimming and other fees will be established by the operations staff and approved by the Board Executive Committee, and will be published prior to the date set for registration each club year.

4.02 Such fees will be payable in accordance with the schedule and rules established by the Club's policies.

Article V

Board of Directors

5.01 The Board of Directors will consist of the Past-President (when possible) and the following elected members:

President, Vice President, Secretary, Treasurer, Meet Manager (when possible) and two to four Directors at Large.

5.02 Each member of the Board of Directors, with the exception of the one who is the chairperson of a meeting, will be entitled to vote at meetings of the Board of Directors. Notwithstanding the foregoing, the chairperson of all meetings of the club including Board of Directors meetings will have one vote, only to be cast as the deciding ballot in the event of a tie.

5.03 The Board of Directors will, subject to the bylaws or directions given to it by majority of the vote at any annual, general, or special meeting of the club properly called and constituted have full control and management over the operation of the Club. Meetings of the board of directors will be held as often as the business of the club shall require but, in any event, will be called by the President at least once every two months during the period of September through June.

5.04 Regular meetings of the Board of Directors will be called by giving seven days electronic notice or two days notice by telephone. A meeting will be held without notice if a quorum of the board is present, provided that any business transactions at such meeting will be ratified at the next regularly called meeting of the board; otherwise, they shall be null and void.

5.05 A meeting of the Board may be held by telephone conference call or by means of other telecommunications technology. Directors who participate in a meeting by telecommunications technology are considered to have attended the meeting.

- 5.06 The Board of Directors may not authorize a single disbursement in excess of \$15,000 without the prior approval of a majority vote at a general meeting of the club properly called and constituted, unless such disbursements are included in the current budget presented at a general meeting and approved by the board of directors. Notwithstanding the foregoing, the Board of Directors will have the authority for a period not exceeding 3 months from the commencement of the current fiscal year to make any disbursements as are required to manage the club in its normal course of business, even if a single disbursement exceeds \$15,000.
- 5.07 A special meeting of the Board of Directors will be called by the President upon receipt of a written request for such a meeting signed by any three members of the Board of Directors, stating the business to be brought before the meeting. Such meeting will be held within 21 days of the receipt of the written request by giving seven days electronic notice or two days notice by telephone.
- 5.08 Quorum will be defined as a majority of the total elected Board of Directors at a special or regular meeting of the Board of Directors.
- 5.09 An executive committee comprised of the President, Vice President, and Treasurer will have the authority to hire the Head Coach, to negotiate the terms and conditions of their employment, to conduct evaluations of performance, and shall have the authority to dismiss or rehire the Head Coach subject to the ratification of the board of directors.
- 5.10 Any member of the Board of Directors, upon a two-thirds vote of all voting members of the Club in good standing, at an annual, general, or special meeting of the club properly called and constituted, will be removed from office for any cause which the voting members of the Club may deem reasonable.

Article VI

President

- 6.01 The President shall, when present, preside at all meetings of the Club and of the Board of Directors. In the absence of the President, the Vice-President will preside at any such meetings, and in the absence of both, a chairperson may be elected by the meeting to preside at the meeting. The president will act as chairperson of the Executive Committee.
- 6.02 The President will ensure development and Board review of all policies and procedures.

Article VII

Vice-President

- 7.01 The Vice-President will be a member of the Executive Committee and will assume the duties of President in the President's absence.

Article VIII

Secretary

- 8.01 It will be the duty of the secretary to attend all meetings of the club and of the Board, and to keep accurate minutes of the meetings. In the case of the absence of the Secretary their duties will be discharged by such officer as may be appointed by the Board.

- 8.02 The secretary through the Head Coach or a designated member of the Club Staff will also keep a record of all the members of the Club and their addresses and send all notices of the various meetings as required.

Article IX

Treasurer

- 9.01 Is a member of the Board Executive Committee
- 9.02 Oversees finances of the organization
- a) The Treasurer or their delegate shall monitor the integrity of the Club's financial reporting process and internal controls for finance, accounting, and legislated compliance
 - b) Assist the Board in fulfilling its oversight responsibilities by ensuring a full detailed account of receipt and disbursements to the Board of Directors monthly
 - c) Ensure the books, accounts, and records of the club are audited at least once each year by a duly qualified accountant or by two members of the Club (Auditors) elected for that purpose at the Annual General Meeting. In the event a member elected for the purpose of auditing the financial statements is unavailable to fulfill that role, another member can be appointed by the board of directors to fulfill that role.
 - d) Oversee the review and approval of the clubs fully audited financial statements by the board of directors and presentation of approved financials at the annual general meeting. A copy of the financial statements will also be provided to the secretary for the records of the club.
 - e) Assist in the financial operations of the club, and shall designate a staff member responsible for the deposit of these monies in whatever bank Trust Company credit union or treasury branch the board may order.
 - f) Oversee the accounting for the funds of the club and ensure such books are kept in accordance with the direction of the board.
 - g) Ensure members of the Board of Directors have access to such books and records at any time to fulfill their requirements as a member of the Board of Directors.
 - h) Ensure that the books and records of the Club are available for inspection by any member of the Club at the Annual General Meeting, provided for in these bylaws, or at any time upon giving reasonable notice and arranging a time satisfactory to the Treasurer or their delegate having charge of the books and records.

Article X

Past-President

- 10.01 As an ex-officio member of the Board of Directors, the Past-President is responsible for the orderly and timely transition of both duties and records between the outgoing and newly elected members of the Board of Directors. If a Past-President is not present on the Board this duty falls to the President if not newly elected. If that is the case, then the Secretary shall fulfill this duty.

Article XI**Head Coach/Director of Swimming**

- 11.01 The Head Coach will report to the Executive Committee of the Board of Directors in accordance with the policies established by the Board of Directors. The Head Coach is responsible for the establishment and execution of a comprehensive swimming program consistent with the overall global goals of the club and subject to the financial constraints of the club. Duties include but are not limited to the selection, hiring and management of staff as they deem required (including establishing an ongoing program to develop enhance the skills of the coaching staff) and arranging participation in selected meets which will provide competition consistent with the development needs of the swing members of the Club.
- 11.02 The Head Coach will also act as Club Manager, reporting to Board of Directors and will be responsible for the administrative duties of the club including but not limited to arranging use of pools and other equipment, attracting new members to the club, paying all relevant accounts in an orderly and timely fashion, and be responsible for communicating all aspects of the program to the membership in a timely manner.

Article X11**Meet Manager**

- 12.01 The Meet Manager will be responsible for all aspects of hosting swim meets, including but not limited to enlisting and training sufficient volunteer help from the membership to carry out all necessary duties of hosting or attending swim meets or other functions, ensure proper registration and sanctioning of the meets, develop and execute as deemed fit financial growth strategies, and ensure all required accounts are paid in an orderly and timely fashion.

Article XIII**Meetings and Elections**

- 13.01 The Club shall hold an Annual General Meeting ('AGM') before December 31st in each calendar year. Notice of this AGM shall be 21 days notice in writing, such notice to be posted on the club website and sent by e-mail to each voting member.
- 13.02 A general meeting of the Club may be called at any time by the Secretary upon the instructions of the President or Board of Directors by 7 days notice in writing, such notice to be published on the Club website, and by e-mail to each voting member.
- 13.03 A special meeting will be called by the President or Secretary upon receipt by the Board of Directors of a petition signed by 1/3 of the voting members of the Club in good standing stating the reasons for calling such a meeting. Notice of any special meeting will be in accordance with the notice provisions for general meetings.
- 13.04 Directors will be elected at each Annual General Meeting as follows:
- a) The President, Secretary, Past President/Director and 1-2 Director-at-Large will be elected at the Annual General Meetings held in even years if possible.
 - b) The Vice-President, Treasurer, Meet Manager, and 1-2 Director-at-Large will be elected at the Annual General Meetings held in odd years if possible.

- c) If the term rotation is not able to be followed as above, it is recommended that the President and Treasurer are not replaced in the same Club year if possible.
- 13.05 Each elected member of the Board of Directors is elected for a two year term commencing from the date of the AGM of the year of their election unless that person is elected to fulfill a term of a departed Board of Director member.
- 13.06 Any vacancies to the elected Board of Directors shall be filled by appointment by the Board of Directors. Should this vacancy occur in the first year of the departed members term then the Board of Directors appointment shall be submitted to the membership at the next AGM for ratification for the final year of the two-year term.
- 13.07 Any nominations for the position of President must be submitted to the Board of Directors in writing at least seven days prior to the date of the AGM. These nominations must be seconded and co-signed by one other voting member of the club.
- 13.08 To be eligible for election as a Director, an individual must be an athlete member (or the parent of an athlete member if under 18) or associate member, be 18 years of age or older, have the power under law to contract, and have not been declared incapable by a court in Canada or in another country.
- 13.09 Nominations will not be accepted from the floor of an Annual General Meeting unless there is no candidate for a vacant position.
- 13.10 Thirty percent (30%) of voting members in good standing will constitute a quorum at all meetings. If a quorum is present at the opening of a meeting of the Members, the Members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting

Article XIV

Voting

- 14.01 Any voting member who has not withdrawn from membership nor has been suspended or expelled as provided in these laws will have the right to vote at any meeting of the Club. Such votes must be made in person and not by proxy or otherwise.

Article XV

Remuneration

- 15.01 Unless authorized at any meeting and after notice of same shall have been given, no member of the Club acting in any capacity in a volunteer role will receive any remuneration for their services. Non volunteer roles of Head Coach or any other such position established at a General Meeting are not included in this article.

Article XVI

Borrowing Powers

- 16.01 For the purpose of carrying out its objects, the Club may borrow or raise or secure the payment of money in such a manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only with the authority of the club, and in no case shall debentures be issued without the sanction of a special resolution of the club.

Article XVII**Signing Officers**

- 17.01 The signing officers of the Club for the purposes of banking and general operations of the Club will be the members of the Board of Directors and any other members of the Club including Club management approved by the Board of Directors. Two signatures will be required for the operations of any Club account and one of these signatures must either be the Treasurer or President.

Article XVIII**Committees**

- 18.01 The Board of Directors will have the authority to establish working committees to carry out the business of the club and to define the scope and duties of such committees.
- 18.02 The appointment of chairpersons to each committee will be ratified by the Board of Directors.
- 18.03 A committee chairperson will have the authority to appoint additional committee members as they may deem necessary.

Article XIX**House Rules**

- 19.01 There will be House Rules relating to the general operation of the Club. These House Rules will include matters relating to duties and responsibilities of members of the Board of Directors, Club Policies and Procedures as determined by the Board of Directors and Club operations staff. House Rules will be determined or changed by a majority vote of the Board of Directors; however, these Bylaws take precedence over any House Rule.

Article XX**Dissolution**

- 20.01 Upon the dissolution of the club for any reason, all funds in the Club's possession generated from casinos shall be forwarded to Swim Alberta in trust on condition that the funds be used to further the interests of swimming in Alberta.

Article XXI**Amendments**

- 21.01 The Bylaws of the Club may be rescinded, altered, or added to by a 'Special Resolution'.

Signatures of the Board of Directors

Kirsten Aarbo-Guest, President
11 Crystal Shores Court Okotoks, AB T1S 1W2



Danielle Fisk, Vice-President
1022, 14 Street SE High River, AB T1V 1L5



Kristin Feher, Treasurer
1128 High Country DR NW High River, AB T1V 1E2



Natacha Gougeon, Secretary
1725, 3 Ave SE High River, AB T1V 1Y3



Kyla Ewankow, Meet Manager
Site 6, Box11, RR3 High River, AB T1V 1N3



Maja McAllister, Director at Large
621 Hamptons Place SE, High River AB, T1V 0A9



Carina Chen, Director at Large
111 Hodson Way, Okotoks AB T1S 1C5



Date of initial approval by CRNT BOD: August 20, 2024

Date reviewed and approved:

Reviewed By: CRNT BOD

Future revision date: September 1, 2026