

Constitution and Bylaws of
REGINA MASTERS SWIM CLUB INC.
05 November 2016

1. Name

1.1 The Corporation shall be called the **Regina Masters Swim Club Inc.** (herein RMSC or the Club).

2. Objectives

2.1 RMSC shall promote, foster, and perpetuate the sport of speed swimming within the bounds of Swim Saskatchewan Inc.

3. Membership

3.1 The RMSC Membership year shall be September 1 to August 31 of the following year.

3.2 A Member of the RMSC is any individual who:

- a) has attained the age of 18 by the date of registration with the Club, or will have attained the age of 18 by December 31; and
- b) has registered with RMSC and has paid membership dues during the current membership year.

4. Meetings of Members

4.1 The Board Members shall set a date and location for an Annual General Meeting of the RMSC within 90 days of the fiscal year end.

4.2 Additional general meetings of the Members of RMSC shall be held:

- a) on request of the President; or
- b) within 60 days of requests from 5% of the Members.

4.3 Members shall be given 10 days notice of general meetings, which notice shall be deemed to be given if notice is communicated to each Member at least 10 days prior to the meeting date, together with a copy of all proposed amendments to this Constitution or other proposed resolutions.

4.4 The lesser of five Members or 20% of the Members shall constitute quorum at a meeting of the Members.

4.5 Voting for election of the Board of Directors shall be by show of hands unless voting by secret ballot is requested by at least four Members. The majority of votes shall carry any resolution.

4.6 The RMSC President shall not vote on any formal resolution except to break a deadlock, in which case the President shall have the deciding vote.

5. Board of Directors

5.1 The Board of Directors shall consist of Officers and Directors, elected by the Members at the RMSC Annual General Meeting.

a) Officers:

President

Vice-President

Treasurer

Secretary

b) Directors

Registrar

Director at Large

Director at Large

Director at Large

5.2 Members of the RMSC Board of Directors must be Members of RMSC.

5.3 Board Members shall hold office for a term of two years and shall be eligible for re-election.

5.4 The position of an Officer or Director shall be deemed vacant:

a) upon completion of the two-year term;

b) upon resignation prior to the completion of the two-year term;

c) if no nominations from the Members for the position have been put forward at the Annual General Meeting;

d) upon formal resolution of the Board of Directors that the Officer or Director has failed to perform the duties assigned to the position.

5.5 Should the position of an Officer or Director become vacant prior to the completion of the two-year term, the remaining Board Members may appoint a replacement for an interim period that extends to, but not beyond, the Annual General Meeting.

5.6 Formal resolutions of the Board of Directors shall be decided by vote. Unless a vote by secret ballot is requested by a Board Member, voting shall be carried out by a show of hands. The majority of votes shall carry any resolution.

5.7 The President shall not vote on any formal resolution except to break a deadlock, in which case the President shall have the deciding vote.

5.8 Formal resolutions of the Board of Directors shall be reported to the Membership at the Annual General Meeting. In addition, the Board of Directors may also report to the Members on formal resolutions at any time prior to the Annual General Meeting.

5.9 Informal decisions of the Board of Directors shall be decided by consensus.

6. Duties and Responsibilities of Officers

6.1 The President:

- a) provides leadership to the Club and acts as its chief spokesperson;
- b) presides over all meetings of the Membership and Executive, and prepares agendas for such meetings;
- c) develops policies and procedures governing RMSC members and club operations;
- d) plans the annual schedule of swim practices and makes the requisite facility bookings;
- e) plans the annual schedule of special events such as swim meets, training clinics, and social events;
- f) is the principal liaison with pool managers;
- g) is the principal liaison with the coaches;
- h) negotiates and prepares the coaches' contracts;
- i) addresses coaching concerns;
- j) has signing authority for the RMSC bank account;
- k) renews the annual liability insurance;
- l) submits applications for grants in support of RMSC programs;
- m) solicits sponsorship opportunities.

6.2 The Vice-President:

- a) provides support and assistance to the President for all presidential duties and responsibilities;
- b) assumes the duties and responsibilities of the President if the President is unable to carry out these duties and responsibilities;
- c) has signing authority for the RMSC bank account.

6.3 The Treasurer:

- a) has general charge of the finances of the RMSC;
- b) prepares monthly financial statements and balance sheets;
- c) prepares a financial statement at the end of each fiscal year, or at any time upon request of the President;
- d) presents an annual financial report at the Annual General Meeting;
- e) has charge and custody over all funds of the RMSC, which he or she shall deposit in its name in the bank designate by the Executive pursuant to Section 8.2;

- f) is responsible for the collection and deposit of monies paid to RMSC, such as registration fees, swim meet fees, etc.;
- g) has signing authority for the RMSC bank account.

6.4 The Secretary:

- a) attends to all correspondence of RMSC;
- b) prepares and receives all notices and documents;
- c) drafts the minutes of all meetings and distributes the minutes within four weeks of each meeting;
- d) gives notices as is required by these Bylaws;
- e) prepares and files the Annual Return with the Corporations Branch and ensures that the corporate status of the organization is maintained;
- f) maintains the email addresses of all RMSC members;
- g) updates the RMSC webpage and social media sites;
- h) has signing authority for the RMSC bank account.

7. Duties and Responsibilities of Directors

7.1 The Registrar:

- a) is responsible for Member registration;
- b) maintains and updates registration forms;
- c) collects registration forms and payment;
- d) ensures all swimmers are registered with the online national database and Swim Saskatchewan;
- e) is the first person of contact for new members and prospective members;
- f) ensures that RMSC coaches meet current Swim Saskatchewan regulations and that any required coaching association registration fees are paid by the Club;
- g) maintains a list of Members who are qualified for officiating in any capacity.

7.2 Members at Large

- a) contribute to the overall work of the Board of Directors;
- b) assume responsibilities for the following three general areas:
 - i. (Social) to plan and organize social events;
 - ii. (Athletic) to plan and organize athletic events, including swim meets, swim clinics and camps, dryland training, and special swim events (e.g., long course swims, open water swims);
 - iii. (Equipment) inform the membership of schedule changes, oversee the storage and inventory of RMSC equipment, order swim supplies and apparel.

8. Finances

8.1 The fiscal year of RMSC shall end on August 31 of each year.

8.2 The banking of RMSC shall be transacted with such bank or other financial institution as the Board of Directors may designate.

8.3 Cheques drawn from the RMSC bank account must be signed by any two of the President, Vice President, Treasurer, or Secretary.

8.4 At each general meeting, the Members shall appoint an auditor as required by Section 145 of **The Non-Profit Corporations Act** or unanimously resolve to dispense with the appointment of an auditor pursuant to Section 146 of the Act.

9. Winding-Up

9.1 Upon winding-up of RMSC, the assets of RMSC shall be distributed as directed by resolution of the Members, and in default of such resolution, shall be donated to Swim Saskatchewan, Inc.