

# Edmonton Rally Club

## Society Bylaws

### I. Membership

- A. Membership is based on an annual yearly renewal. Members are required to fill out the current registration form and turn it, with their membership fee (if applicable), to the Secretary of the Club. Memberships can be purchased at any time during the year, and will only be valid until the next Annual General Meeting (January 15th). Advanced annual membership sales may begin any time after December 1st at the board's discretion. These advanced sales may include membership benefits and voting rights during December, if the board sees fit.
- B. All membership fees shall be reviewed every year by vote at the Annual General Meeting, taking into consideration the financial state of the club for the coming year. Any members who purchased advanced annual memberships may be qualified for a refund if necessary, but would not be required to pay an increase. All members must pay membership fees up front, before receiving any benefits of membership or voting rights. The current Board of Directors may, upon consensus, and at any time, offer discounted memberships available to the public, as part of a promotion or for other agreed upon reasons.
- C. Membership types and associated fees:
  1. Lifetime Membership: No fees associated, continues from year-to-year. All Lifetime Members must be 18 years of age or older, and must be residing in Alberta.
    - a) Lifetime members required to renew their membership by submitting the current registration form each year to ensure up to date contact information, and indicate continued interest in the club. Forms are to be returned to the Secretary for inventory and filing.
    - b) Lifetime Membership nominations are to be voted upon by the serving executive committee, in a blind vote and must be a unanimous decision. Record of the vote, vote count, and outcome must be recorded at the Annual General Meeting. The Lifetime Membership status is an honour to be bestowed upon a member who has shown phenomenal service and leadership in the club. Prerequisites are:
      - (1) Minimum of 5 years consecutive membership, and in that time:
        - (a) Outstanding representation of the club in all endeavours
        - (b) Promotion and facilitation of all club events
        - (c) Minimum 3 years of service on the executive committee
        - (d) Has received no disciplinary actions in any FIA/ASN affiliated body
        - (e) Has maintained focus on the financial viability of the club
        - (f) Has endeavoured to extend the reach of the club, whether through personal connections or through social media, in order to attract new members, sponsors, venues, media, etc.
  2. Yearly Membership: \$80/year, which covers one member. All Yearly Members must be 18 years of age or older, and must be residing in Alberta.
  3. Family Membership: \$40/year, per additional person who lives at the same address as a Yearly Member. Proof of address must be presented upon time of purchase. Family Members must be 16 years of age or older, and must be residing in Alberta.

4. Non-Competing Membership: \$40/year, which covers one member. All Non-Competing Members must be of 18 years of age or older, and must be residing in Alberta.
    - a) This is to allow members of other clubs, or members who will not be competing in ERC events the opportunity to be involved in the club including voting.
    - b) Any Non-Competing Member may purchase a Yearly Membership at any time during the year by paying the difference between the two memberships.
    - c) Any Non-Competing Member may purchase a Daily Membership to participate in a single event.
  5. Daily Membership: \$20/event, which covers one person. All Daily members must be 16 years of age or older. Daily Memberships do not provide voting rights, or benefits beyond admission into the event for which they are purchased.
- D. Any member wishing to withdraw from membership may do either by not renewing their membership at the end of the annual year, or upon written notice to the Board through its Secretary. Any member upon a majority vote of at least half of the members of the society in good standing may be expelled from the membership for any cause which the society may deem reasonable. Any member who is in breach of the Code Of Conduct (see Section XII) may be expelled from the membership with no warning. No membership fees will be returned to any member who withdraws their membership or is expelled from the Society.
- II. President
- A. The President shall be ex-officio a member of all 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.
- III. Board of Directors
- A. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the society.
- B. The Board of Directors shall consist of the following positions: President, Vice-President, Treasurer, Secretary, and three (3) Members at Large. The President shall be re-elected every year, the Vice-President, Secretary, and one (1) Member at Large shall be elected on odd numbered years, and the Treasurer and two (2) Members at Large shall be elected on even numbered years.
- C. The Board shall, subject to the bylaws or directions give 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 three months, and shall be called by the President. A special meeting may be called on the instructions of any two members provided they request the President in writing to call such meeting, and state the business to be brought before the meeting. Meetings of the board shall be called by 10 days notice in writing mailed to each member, or by three days notice by telephone, text message, voicemail message, email or other channel of contact, as provided by the member. Any four board members shall constitute a quorum, and meetings shall be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meeting shall be ratified at the next regular called meeting of the Board; otherwise they shall be null and void.
- D. A person elected a director becomes a director if they were present at the meeting when being elected and did not refuse the appointment. They may also become a director if

they were not present at the meeting but consented in writing to act as director before the election, or within ten days after the election.

- E. Any director or officer, upon a majority vote of at least half of all members in good standing, may be removed from office for any cause which the society may deem reasonable. Any director found in violation of the Code of Conduct (see Section XII) may be removed by executive vote and without warning.
- F. Any director, upon agreement from the rest of the board, may delegate a portion of their outlined duties to a committee, other director, or member in good standing as the board sees fit.

#### IV. Secretary

- A. It shall be the duty of the Secretary to attend all meetings of the society and of the Board, and to keep accurate minutes of the same. Minutes are to be made available to the membership within two weeks of the general meeting they were taken at. He/she shall have charge of the Seal of the society which whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of death or inability of either to act, by the Vice-President. 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, under the direction of the President and the Board. The Secretary is, by nature of the position, Head of the Social Media Committee, which controls any online presence representing the ERC, including but not limited to: Facebook Pages, Facebook Groups, Twitter, Instagram, and any other Social Media not herein named that bears the logo and representation of the ERC. The Secretary, upon his/her discretion, may appoint other members in good standing to assist and act on his/her behalf in regards to Social Media presence.
- B. The Secretary shall also keep a record of all the members of the society and their contact information, send all notices of the various meetings as required, and collect and receive the annual dues or assessments levied by the society. Such monies shall be turned over to the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as required.
- C. The Secretary is responsible for maintaining all files in a safe and reasonable condition, including membership information, and must pass this information on to the incoming board at each tenure end. Files must be kept in an orderly and usable filing system, so as to prevent information loss.

#### V. Treasurer

- A. 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.
- B. The Treasurer shall, by the end of March each year, present an operating budget for the workings of the club, based on current schedule of activities, estimated income and expenses. The budget is to be ratified at the April General Meeting, and referred to or adjusted as necessary throughout the year.
- C. The Treasurer shall present current financial standings at each general meeting, taking into account all fees, online payments, and outgoing monies, and current budget standings.

- D. The Treasurer shall receive all expense forms from the Board or approved members. The forms shall be completed and filed prior to repayment of any expense incurred on behalf of the Society.

#### VI. Auditing

- A. 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 society elected for that purpose at the Annual Meeting. A complete and proper statement of the standings of the books for the previous year shall be submitted by such an auditor at the Annual Meeting of the Society. the fiscal year of the society in each year shall be from the 1st of January to the 31st of December.
- B. The books and records of the society may be inspected by any member of the society at the Annual Meeting or at anytime upon giving reasonable notice and arrange a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

#### VII. Meetings

- A. The Society shall hold an Annual Meeting after December 1st or before January 14th in each year, of which announcement must be provided minimum of 28 days prior to the meeting. At this meeting, the elections of the President, Vice-President, Treasurer, Secretary and three Members at Large shall be elected as outlined in Section III.B. The officers and directors so elected shall form the Board, and shall serve until their successors are elected and installed.
- B. All files, banking information and signing authority, operations manual and all other club property whether physical or digital, shall be turned over to the new board prior to January 31st.
- C. Any vacancy occurring during the year shall be filled at the next meeting, provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office in the society.
- D. 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 in the mail or by email eight days prior to the date of such meeting. If there is a set schedule of meetings laid out and communicated by the Board at the beginning of the year, no such notice must be given. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by letter or email to the last known address of each member, delivered eight days prior to the meeting.
- E. Five (5) members in good standing shall constitute a quorum at any meeting.

#### VIII. Voting

- A. Any member who has not withdrawn from membership nor has been suspended nor expelled shall have the right to vote at any meeting of the society.
- B. Votes, for any meeting, maybe be made in person, by proxy, or through mail-in ballot.
  - 1. Voting may be considered "in person" by physical attendance, video conference, or telephone conference. The onus to provide those options is upon the member, and not the society.
  - 2. Proxy voters must be a member in good standing and present a completed proxy vote form, filled in and signed by the unavailable member in good standing at the beginning of the meeting. Proxy voters must only represent one unavailable member per meeting.

3. Mail-in ballots, a document released by the executive committee when deemed necessary, must be received by mail or email a minimum of 2 hours before the meeting starts. Mail-in ballots must be made available to the membership a minimum of 72 hours before the meeting.
4. Any member found to be forging votes may be immediately expelled from the club.

#### IX. Remuneration

- A. Unless authorized at any meeting and after notice for same shall have been given, no officer or member of the Society shall receive any remuneration for his/her services.
- B. Any expenses exceeding \$100/month incurred on behalf of the club by the Board shall have prior approval of the Board of Directors. All expenses shall be turned into the Treasurer by receipt with associated expense forms.

#### X. Borrowing Powers

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

#### XI. Bylaws

- A. The Bylaws may be rescinded, altered or added to by a "Special Resolution".

#### XII. Code of Conduct

- A. All Edmonton Rally Club (ERC) members and all participants in ERC events shall conduct themselves according to the highest standards of behaviour and sportsmanship and in a manner that shall not be prejudicial to the interests and the reputation of the ERC or its sanctioning bodies or of motorsport generally. Failure to do so shall be deemed a breach of the Canadian Association of Rallysport (CARS) General Competition Rules and may result in penalties being applied.

The purpose of this document is to provide a clear statement of the beliefs, expectations and ideals of the ERC. In addition to any precepts provided in CARS Rules and Regulations, ERC Bylaws or other Policies, the following specific statements further delineate principles of individual conduct that the ERC believes should be exemplified:

1. All participants in ERC events, including CARS sanctioned activities, shall be bound by this Code of Conduct;
2. All participants in ERC events, including CARS sanctioned activities, shall accept that motorsport can be dangerous and entails inherent risks;
3. All participants in ERC events, including CARS sanctioned activities, shall be treated with consideration and respect;
4. All participants in ERC events, including CARS sanctioned activities, shall endeavour to portray a positive image of rallysport through their exemplary driving habits;
5. All competitors in ERC events, including CARS sanctioned activities, shall assure that their vehicle complies with the regulations of the event and the class that it is registered for and that their vehicle is presented in roadworthy condition;
6. All participants in ERC events, including CARS sanctioned activities, shall not knowingly place themselves or others in a position of undue risk. Consideration of safety shall be placed before competitive goals;
7. ERC members shall pledge to demonstrate in their actions care and concern for the environment;
8. All ERC members shall strive to set exemplary standards of behaviour as they are all ambassadors for rallysport;

9. All ERC members and associated persons must not by words, acts, or omissions abuse, intimidate or threaten any other person. Any of the above infractions assessed by the board will result in persons being removed from the ERC and any affiliation with CARS and FIA recognized clubs.