

**BY-LAWS
OF
THE ALBERTA ASSOCIATION OF RECREATION
FACILITY PERSONNEL**

Article I. – NAME

SECTION 1.

- 1) The name of this organization shall be “ALBERTA ASSOCIATION OF RECREATION FACILITY PERSONNEL”.

SECTION 2.

- 1) The ALBERTA ASSOCIATION OF RECREATION FACILITY PERSONNEL shall hereinafter be referred to as the Association. It shall be known in the business as the “RECREATION FACILITY PERSONNEL”.

Article II. – OBJECTIVES

SECTION 1. - MISSION

- 1) “The Alberta Association of Recreation Facility Personnel is a provincial organization dedicated to providing excellence in training and professional development for individuals involved in the operation of recreation facilities.”

SECTION 2. - GOALS

- 1) The goal of the Association is to foster growth and development of recreation facility personnel throughout the province of Alberta in the following areas:
 - a) Professional Development: to provide a variety of educational opportunities related to the operation of recreation facilities.
 - b) Communication: to provide communication channels between members and other agencies and individuals in the field.
 - c) Advocacy: to pro-actively represent the Association on issues affecting recreation facility personnel.
 - d) Promotion: to market and promote the Association and its services.
 - e) Fellowship: to encourage opportunities for goodwill and fellowship.
 - f) Resource Development: to develop and maintain human, written and financial resources, which support the activities of the Association.

Article III. – MEMBERSHIP

SECTION 1. - FEES

- 1) Membership fees in the Association shall be determined from time to time by the members at a General Meeting.

- 2) Individual membership renewal dates will be one (1) calendar year from the date the fees are paid.

SECTION 2. – MEMBERSHIP CATEGORIES

- 1) There shall be five (5) categories of membership:
 - a) Individual Membership: Any individual employed or interested in the field of recreation facility management or operation shall be eligible for membership. Individual membership will carry one (1) vote.
 - b) Associate Membership: Any agency or commercial organization having related objectives and goals to those of the Association or provide services and/or products to the members of the Association shall be eligible for membership. Associate membership will carry one (1) vote.
 - c) Life Membership: Life membership shall be granted only in exceptional cases to worthy individuals who have subscribed to and upheld the objectives and goals of the Association. Individuals worthy of Life Membership shall be recommended by the Past President and shall be ratified by the Board of Directors by a vote of 75% majority. Life membership shall not be subject to membership assessments. Life membership will carry one (1) vote.
 - d) Student Membership: Any full time student enrolled in a recognized educational institution or interested in the field of recreation facility management or operation shall be eligible for membership. Student membership will carry one (1) vote. (Article III Sec.3.3 albeit)
 - e) Friends of R.F.P.: Any individual, agency or not-for-profit organization having related objectives and goals to those of the Association or who provide services to the membership shall be eligible for membership. Friends of R.F.P. will not carry a vote.

SECTION 3. – RIGHTS AND PRIVILEGES OF MEMBERS

- 1) A member in good standing:
 - a) Has met the requirement for membership as outlined under Article III, Section 2,
 - b) Has paid membership fees or other required fees to the Association and
 - c) Is not suspended as a member as provided for under Article III Section 5 or terminated as a member as described in Article III Section 6.
- 2) Any member in good standing is entitled to:
 - a) Receive notice of meetings of the Association,
 - b) Attend any meeting of the Association,
 - c) Speak at any meeting of the Association and
 - d) Exercise other rights and privileges given to members by these bylaws.
- 3) Voting members must be members in good standing and be eighteen (18) years of age.
- 4) A voting member is entitled to one (1) vote at any general meeting of the Association.

SECTION 4. - CONDUCT

- 1) Conduct of members shall be such that all members in good standing agree to abide by the “Code of Ethics” as outlined in the Association Policy and Procedures Manual. Adherence to this code, objectives and goals will maintain mutual benefit to all concerned.

SECTION 5. – SUSPENSION OF MEMBERSHIP

1) Decision to Suspend

- a) The Board, at a special meeting called for that purpose, may suspend a member’s membership for not more than three (3) months, for one or more of the following reasons:
 - i) If the member has failed to abide by the bylaws.
 - ii) If the member has been disloyal to the Association.
 - iii) If the member has disrupted meetings or functions.
 - iv) If the member has done or failed to do anything judged to be harmful to the Association.

2) Notice to the Member

- a) The affected member will receive written notice of the Board’s intention to deal with whether that member should be suspended or not.
- b) The notice will be sent by single registered mail to the last known address of the member shown in the records of the Association. An Officer of the Board may also deliver the notice.
- c) The notice will state the reasons why suspension is being considered.

3) Decision of the Board

- a) The member will have an opportunity to appear before the Board to address the matter. The Board may allow another person to accompany the member.
- b) The Board will determine how the matter will be dealt with and may limit the time given the member to address the board.
- c) The Board may exclude the member from its discussion of the matter including the deciding vote.
- d) The decision of the Board is final.

SECTION 6. – TERMINATION OF MEMBERSHIP

1) Resignation

- a) Any member may resign from the Association by sending or delivering a written notice to the Secretary or President of the Association.
- b) Once the notice is received, the member’s name is removed from the register of members. The member is considered to have ceased being a member on the date their name is removed from the register of members.

2) Death

- a) The membership of a member is ended upon their death.
- 3) Deemed Withdrawal
- a) If a member has not paid the annual membership fees within two (2) months following the date the fees are due, the member is considered to have submitted his/her resignation.
 - b) In this case, the name of the member is removed from the register of members. The member is considered to have ceased being a member on the date their name is removed from the register of members.
- 4) Expulsion
- a) The Association may, by special resolution at a special meeting called for such a purpose, expel any member for any cause, which is deemed sufficient in the interests of the Association.
 - b) The Board of Directors must ratify the special resolution at the next regularly scheduled meeting of the Board.
 - c) On passage of the special resolution by the Board of Directors, the name of the member is removed from the register of members. The member is considered to have ceased being a member on the date their name is removed from the register of names.
- 5) Transmission of Membership
- a) No right or privilege of any member is transferable to another person. All rights and privileges cease when the member resigns, dies or is expelled from the Association.

6) Continued Liability for Debts Due

- a) Although a member ceases to be a member by death, resignation or otherwise, they are liable for any debts owing to the Association at the date of ceasing to be a member.

7) Limitation on the Liability of Members

- a) No member is, in their individual capacity, liable for any debt or liability of the Association.

SECTION 7. DISCIPLINE

- 1) A charge of a breach of the provisions of the bylaws, policies or of the resolutions adopted by a General Meeting, made by a member of the Association against another member, must be made in writing and signed by the complainant.
- 2) Such charge must be filed with the Secretary who shall immediately acquaint the President with the nature of the allegation, giving all relevant details.
- 3) The President must then convene the discipline committee within thirty (30) days of the date of the complaint.
- 4) The discipline committee shall consist of five (5) members, one (1) of whom will be the Chair, who will cast any tie-breaking vote. A Vice Chair and three (3) members at large shall compose the balance of the committee.
- 5) The discipline committee shall examine the written allegations and, if it is the opinion of the committee that a hearing is warranted, a copy of the charges and notice of the date, place and time fixed for a hearing shall be sent by registered mail ten (10) days in advance to the complainant and the accused member who, in attending the hearing, may be accompanied by an advisor.
- 6) Should the accused be unable to attend the hearing because of circumstances beyond their control, they must notify the discipline committee within the ten (10) days, whereupon a new date for the hearing will be fixed. Should the accused then fail to attend, the hearing will proceed in their absence.
- 7) Accused and complainant shall have the right to be heard and to call witnesses.
- 8) Within thirty (30) days of the hearing, the discipline committee shall make a written report to the Board of Directors containing such recommendations, as it deems advisable.
- 9) The Board of Directors will determine subsequent action. In the event of a decision to suspend or expel, Article III Section 5 and Section 6 will be adhered to.

Article IV. – OFFICERS AND DIRECTORS

SECTION 1. - OFFICERS

- 1) The Officers of this Association shall be a President, President-Elect, Secretary and Treasurer who shall be elected at the Annual General Meeting in accordance with these bylaws. These Officers will comprise the Executive of the Association.

SECTION 2. - DIRECTORS

- 1) There shall be a Board of Directors which shall consist of:
 - a) President
 - b) President-Elect
 - c) Secretary
 - d) Treasurer
 - e) Immediate Past President
 - f) Education Representative
 - g) Zone Representatives
 - h) Associate Representative
- 2) Eight (8) Members at Large represent eight (8) zones of the province, the boundaries of which will be determined from time to time by the membership.

SECTION 3. – ELECTION OF OFFICERS

- 1) The President, President Elect, Secretary, Treasurer and Education Representative shall be elected at the Annual General Meeting by a simple majority of the membership present and they shall hold office for a period of two (2) years or until a successor is duly elected or appointed, as provided for in these by-laws. They will each carry one vote only on the Board of Directors.
- 2) The Associate Representative shall be elected on an annual basis by a simple majority of the Associate members. This representative shall be ratified by the membership at the Annual General Meeting as provided for in these by-laws and will carry one (1) vote only on the Board of Directors.
- 3) The Immediate Past-President will carry one (1) vote only on the Board of Directors.

SECTION 4. – OFFICERS TERM OF OFFICE

- 1) Officers and Directors shall be elected at the Annual General Meeting in accordance with the bylaws and the schedule below:
 - a) President - Even Year
 - b) President-Elect - Even Year
 - c) Treasurer - Odd Year

- d) Secretary - Odd Year
- e) Education Representative - Even Year

SECTION 5. – ELECTION OF ZONE REPRESENTATIVE

- 1) Where a recognized Zone organization exists the Zone Representative shall be elected by a simple majority of the Zone members present. This representative shall be ratified by the membership at the Annual General Meeting.
- 2) They shall hold office for a period of two (2) years or until a successor is duly elected or appointed, in accordance with the bylaws and schedule listed below.
- 3) If no recognized zone organization exists, the zone representative shall be elected at the Annual General Meeting in accordance with the bylaws and schedule below:
 - a) North East Zone Odd year
 - b) North Central Zone Even year
 - c) North West Zone Even year
 - d) Edmonton Zone Odd year
 - e) Central Zone Odd year
 - f) Calgary Zone Even year
 - g) South Zone Even year
 - h) South Central Zone Odd year

SECTION 6. – CONSECUTIVE TERMS

- 1) All Officers and Directors of the Board of Directors must be members in good standing and are subject to Article III of these by-laws. They can only serve in a specific office for three (3) consecutive terms, except the Associate Representative.

SECTION 7. – EXECUTIVE COMMITTEE

- 1) There shall be an Executive Committee consisting of the President, President-Elect and Zone Representative appointed by a majority vote of the Board of Executive.
- 2) The Executive Committee shall be responsible for the ongoing supervision, evaluation and personnel administration of all paid staff of the Association.
- 3) The Executive Committee shall report all decisions and actions it has taken to the Board of Directors, excluding confidential personal matters.

SECTION 8. – CONTROL AND MANAGEMENT

- 1) The Board of Directors of the Association 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 Association.

SECTION 9. – MEETINGS OF THE BOARD

- 1) Meetings of the Board shall be held as often as may be required, but at least every three (3) months, and shall be called by the President. A special meeting may be called on the instructions of any two (2) members thereof 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 ten (10) days notice in writing mailed to each member or by three (3) days notice by telegram or telephone. Any eight (8) members shall constitute a quorum, and meetings shall be held without notice if a quorum of the Board is present provided, however, that the business transactions at such meetings shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.

Article V. – DUTIES OF OFFICERS

SECTION 1. - PRESIDENT

- 1) The President shall preside at all Executive, Board and General meetings of the Association. He/she shall be an ex-officio member of all committees and represent the Association from time to time as required. He/she shall assume duties he/she feels will subscribe to the goals and objectives of the Association and shall perform other duties as usually pertain to the office of the President. He/she shall have custody of the Seal of the Association, which, whenever it is used be authenticated by the signature of the President.

SECTION 2. – PRESIDENT - ELECT

- 1) The President-Elect shall, in the absence of the President, preside at all meetings of the Association and discharge related duties. He/she shall assume duties as assigned by the President and the Board of Directors.

SECTION 3. - TREASURER

- 1) The Treasurer shall be accountable for all monies paid the Association and for deposit of same in whatever bank the Board may order. He/she shall properly account for all receipts and disbursements of the Association and keep such ledgers as may be directed and shall render a financial report at every Annual General Meeting. The books and ledgers of the Treasurer shall be open at all times to the Board of Directors. He/she shall submit the books, ledgers and accounts of the Association to auditors as appointed at the Annual General Meeting. He/she shall assume duties as assigned by the President and the Board of Directors.

SECTION 4. - SECRETARY

- 1) The Secretary shall attend all meetings of the Board and shall keep accurate minutes of the business of the Association and be responsible for the correspondence of the Association and preparation and custody of other books and records as necessary. He/she shall assume duties as assigned by the President and the Board of Directors.

SECTION 5. – PAST PRESIDENT

- 1) The Past President shall preside over the Past Presidents Committee and discharge related duties as directed. He/she shall be responsible for the “Past Presidents Committee Policy and Procedures” and the “Election Process” as enclosed and the strict adherence to them. He/she shall be responsible for the Association awards and recognition program, the nomination committee and proceedings at elections at the annual general meeting. He/she shall assume duties as assigned by the President and Board of Directors.

SECTION 6. – EDUCATION REPRESENTATIVE

- 1) The Education Representative shall plan and develop training opportunities in facility operations for recreation facility personnel. He/she shall be responsible for the “Education Policies and Procedures” as enclosed and the strict adherence to them. He/she shall assume duties as assigned by the President and the Board of Directors.

SECTION 7. – ZONE REPRESENTATIVE

- 1) The Zone Representative shall be responsible for the “Zone Policies and Procedures” as enclosed and the strict adherence to them. They shall communicate with their zone members on a regular basis and shall assume duties as assigned by the President and the Board.

SECTION 8. – ASSOCIATE REPRESENTATIVE

- 1) The Associate Representative shall plan and develop opportunities for the Associate Members and the Individual Members to maintain contact through various means of communication. He/she shall be responsible for the “Associate Policies and Procedures” as enclosed and the strict adherence to them.

SECTION 9. – VACANCY OF PRESIDENT POSITION

- 1) In the event of a vacancy in the office of the President between Annual General Meetings, the President-Elect shall become President for the unexpired term until the next Annual General Meeting at which time the office of the President shall be filled in accordance with these bylaws.

SECTION 10. – VACANCY OF BOARD POSITION

- 1) In the event of a vacancy in the office of an Executive or Board member between Annual General Meetings, the President shall appoint a qualified

member of the Association to fill such office for the unexpired term until the next annual General Meeting at which time such office shall be filled in accordance to these bylaws.

SECTION 11. – SUSPENSION OF DIRECTOR

- 1) All Officers and Directors of the Board shall be responsible for the adherence to these bylaws, goals and objects, to their policies and procedures and the “Code of Ethics”. Failure to do so will allow a procedure to commence under Article III Section 5 which will determine the members’ ability to remain as an Officer or Director.

Article VI. – MEETINGS

SECTION 1. – ANNUAL GENERAL MEETING

- 1) An Annual General Meeting and Conference of the Association shall be held in each calendar year prior to May 31, at such time and place as may be determined by the general membership. Thirty (30) days due notice shall be given to all members; via notices, newsletters, letters, announcements, etc. with written notices delivered to the members last known address. At this meeting, there shall be nominations and elections of the Board of Directors as outlined herein. The Officers and Directors so elected or appointed shall serve until their successors are elected and installed. Any member in good standing, other than Associate Members (Article IV, Section 3.2 albeit), shall be eligible to hold office in the Association.

SECTION 2. – SPECIAL GENERAL MEETING

- 1) Special General Meetings may be called at the discretion of the Executive Committee or when ten (10) members submit a written request to the President at least one (1) month prior to the proposed meeting date; with notice to all members thirty (30) days prior to the date of such a meeting; via notices, newsletters, announcements, etc. with written notices delivered to the members least known address.

SECTION 3. – QUARUM AT GENERAL AND SPECIAL MEETINGS

- 1) Twenty-five (25) members in good standing shall constitute a quorum at General and Special Meetings. Eight (8) members shall constitute a quorum at Board of Directors meetings.

Article VII. – VOTING

SECTION 1. - VOTING

- 1) Any member in good standing shall have the right to vote at any General Meeting of the Association; said votes to be made in person and not by proxy or otherwise.

Article VIII. – FINANCE

SECTION 1. – FISCAL YEAR

- 1) The fiscal year of the Association shall begin on January 1st and end on December 31st of each calendar year.

SECTION 2. – RAISING FUNDS

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

SECTION 3. - PAYMENTS

- 1) No member, Director or Officer of the Association receives any payment for his/her service as a member, Director or Officer.
- 2) Reasonable expenses incurred while carrying out the duties of the Association may be reimbursed upon Board approval.

Article IX. – INDEMNITY AND LIABILITY

SECTION 1. PROTECTION AND INDEMNITY

- 1) Each Director or Officer holds office with protection from the Association. The Association indemnifies each Director or Officer against all costs or charges that result from any act done in their role for the Association. The Association does not protect any Director or Officer for acts of fraud, dishonesty or bad faith.
- 2) No Director or Officer is liable for the acts of any other Director, Officer or employee. No Director or Officer is responsible for any loss or damage due to the bankruptcy, insolvency or wrongful act of any person, firm or corporation dealing with the Association. No Director or Officer is liable for any loss due to an oversight or error in judgement or by an act in their role for the Association, unless the act is fraud, dishonesty or bad faith.
- 3) Directors or Officers can rely on the accuracy of any statement or report prepared by the Association's auditor. Directors or Officers are not held liable for any loss or damage as a result of acting on that statement or report.

Article X. – AUDIT

SECTION 1. – ASSIGNMENT OF AUDITOR

- 1) At each Annual General Meeting an auditor being an Alberta Registered, Chartered Accountant and/or two (2) members of the Association, in good standing, shall be appointed for the ensuing year.

Article XI. – BOOKS & RECORDS

SECTION 1. - INSPECTION

- 1) The books and records of the Association shall be available for inspection by the membership at the Annual General Meeting, wherein thirty (30) days notice of inspection has been given.

Article XII. – AMENDMENTS

SECTION 1. - AMENDMENTS

- 1) These bylaws may be rescinded, altered or added to by a “Special Resolution” passed by a 75% majority of such members entitled to vote as are present in person at a General Meeting of which one (1) month’s written notice specifying the intention to propose the resolution as a special resolution has been duly given.

SECTION 2. - CONFLICT

- 1) At no time shall any amendment to the Constitution and Bylaws of the Association conflict with, nor place the Association in a position to violate, the terms provided under the Societies Act of the Province of Alberta. Where there appears to be a contradiction to the Societies Act, the terms under the Societies Act shall prevail.

Updated, 6 th Day of May 1997.

Last update, 6th day of May 2003.