

Bylaws of The Alberta Association of Recreation Facility Personnel

Article I – Name

Section 1

- 1) The name of the organization shall be "The 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 – Membership

Section 1 – Fees

- 1) Membership fees in the Association shall be determined from time to time by the Board of Directors and ratified by members at the Annual General Meeting.
- 2) Membership renewal date will be January 1 of each calendar year.

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. Facility Membership: Any recreation facility may purchase a Facility Membership, allowing up to five (5) people employed at said facility to become members for one (1) year. Each person identified on the Facility Membership shall have the same rights and privileges as an Individual Member. (Article II, Section 2.1a)
 - c. 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.
 - d. 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's Committee and 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.
 - 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 Membership

- 1) A member in good standing:
 - a. Has met the requirement for membership as outlined in Article II, 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 II Section 5 or terminated as a member as described in Article II 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.
- 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 below. Adherence to this code, objectives and goals will maintain mutual benefit to all concerned.

Code of Ethics - Members shall conduct themselves in a manner consistent with the following:

- Act ethically and morally.
- Maintain high ideals and integrity in all relationships.
- Promote the Mission, Vision, Values and Goals of the Association independently, in groups and with partners.
- Follow the Association's by-laws and laws of the land.
- Interact with fellow members and invite prospective members.
- Refrain from any activity that may disgrace or may be in conflict with the Association or their employer.

In all these ways transmit this Association, not lessen but lift it, to greater heights.

Section 5 – Suspension of Membership

- 1) Decision to Suspend
 - a. The Board of Directors, at a special meeting called for that purpose, may suspend a member’s membership, 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 of Directors’ 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 as shown in the records of the Association. An Officer of the Board of Directors may also deliver the notice.

c. The notice will state the reasons why suspension is being considered.

3) Decision of the Board of Directors

a. The member will have an opportunity to appear before the Board of Directors to address the matter. The Board of Directors may allow another person to accompany the member.

b. The Board of Directors will determine how the matter will be dealt with and may limit the time given the member to address the Board of Directors.

c. The Board of Directors may exclude the member from its discussion of the matter including the deciding vote.

d. The decision of the Board of Directors 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 Office 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 Withdraw

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 of Directors.

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 members.

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 II, Section 5 and Section 6 will be adhered to.

Article III – Officers and Directors

Section 1 – Officers

- 1) The Officers of this Association shall be the President, President-Elect, Secretary and Treasurer who shall be elected at the Annual General Meeting in accordance with these Bylaws. The 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. Associate Representative
 - h. Pool Representative
 - i. Arena Representative
 - j. Building Maintenance & Operations Representative
 - k. Park & Sports Field Representative

Section 3 – Election of Officers and Directors

- 1) The President-Elect, Secretary, Treasurer, Education Representative, Pool Representative, Arena Representative, Building Maintenance & Operations Representative and the Park & Sports Field 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 (**initial exceptions in Article III, Section 4.1.f. and h.*) or until a successor is duly elected or appointed, as provided for in these Bylaws. They will each carry one (1) vote only on the Board of Directors.
- 2) The position of President is declared at the Annual General Meeting. When an individual is elected as President-Elect this means that they are being elected as the President-Elect for a 2 year term, President for a 2 year term and then the Past President's position for a 2 year term.
- 3) 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 Bylaws and will carry one (1) vote only on the Board of Directors.
- 4) The Immediate Past President will carry one (1) vote only on the Board of Directors.

Section 4 – Officers and Directors 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- Elect -Even Years
 - b. Secretary -Odd Years
 - c. Treasurer -Odd Years
 - d. Education Representative -Even Years
 - e. Pool Representative -Odd Years
 - f. Arena Representative -*In 2017 and then in Even Years
 - g. Building Maintenance & Operations Representative -Odd Years
 - h. Park & Sports Field Representative -*In 2017 and then in Even Years

Section 5 – Consecutive Terms

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

Section 6 – Personnel Committee

- 1) There shall be a Personnel Committee consisting of the President, President-Elect and a Stream Representative appointed through majority vote of the Board of Directors and will abide by the “Personnel Committee Terms of Reference”.
- 2) The Personnel Committee shall be responsible for the development and administration of policies of all paid staff of the Association.
- 3) The Personnel Committee shall report all decisions and actions it has taken to the Board of Directors, excluding confidential personal matters.
- 4) The Personnel Committee shall be responsible for the updating and implementation of the “Personnel Policies and Procedures”.

Section 7 – Control and Management

- 1) The Board of Directors of the Association shall, subject to the Bylaws or directions given it by a majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Association.

Section 8 – Meetings of the Board of Directors

- 1) Meetings of the Board of Directors 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 of Directors shall be called with no less than ten (10) days notice to each member. Any six (6) members shall constitute a quorum, and meetings shall be held without notice if a quorum of the Board of Directors is present provided, however, that the business transactions at such meetings shall be ratified at the next regularly called meeting of the Board of Directors; otherwise they shall be null and void.

Article IV – Duties of Officers

Section 1 – President

- 1) The President shall preside at all Personnel, Board of Directors 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 be responsible for the use 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 to and by the Association. He/she shall ensure the proper accounting for all receipts and disbursements of the Association and shall present an audited financial report at every Annual General Meeting. The books and ledgers of the Association shall be open at all times to the Board of Directors. The Treasurer shall submit the books, ledgers and accounts of the Association to auditors at year end so an audit may be completed prior to the Annual General Meeting. He/she shall be responsible for the “Financial Policy and Procedures” and the strict adherence to them. He/she shall assume duties as assigned by the President and Board of Directors.

Section 4 – Secretary

- 1) The Secretary shall attend all meetings of the Board of Directors 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 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 President’s Terms of Reference” and the “Election Process” 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 and shall be responsible for the updating of the Association’s archives. 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” and the strict adherence to them. He/she shall assume duties as assigned by the President and the Board of Directors.

Section 7 – Stream Representatives

- 1) The Stream Representatives (Arena, Pool, Building Maintenance & Operations, Park & Sports Field) shall be responsible for bringing forth information and direction to the Board from their area of representation. They shall communicate with members on a regular basis and shall assume duties as assigned by the President and the Board of Directors.

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 organization of the Trade Show held at the Association’s Annual Conference.

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 of Directors Position

- 1) In the event of a vacancy in the office of an Executive or Board of Directors member between Annual General Meetings, the President, with approval from the Board of Directors, 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 a Director

- 1) All Officers and Directors of the Board of Directors shall be responsible for the adherence to these Bylaws, goals and objects, to their policies and procedures and the “Code of Ethics” as outlined in Article II Section 4. Failure to do so will allow a procedure to commence under Article II Section 5 which will determine the members’ ability to remain as an Officer or Director.

Article V – 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 the 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 III, Section 3.3 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 Board of Directors or when ten (10) members submit a written request to the President at least six (6) weeks 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 notices delivered to the members last known address.

Section 3 – Quorum at General and Special Meetings

- 1) Twenty-five (25) members in good standing shall constitute a quorum at General and Special Meetings. Six(6) members shall constitute a quorum at Board of Directors meetings.

Article VI – 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 VII – 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.
- 2) The books and records must be audited annually. The auditor will be named and approved each year at the AGM. Refer to: Article IX - Audit.

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 of Directors approval.

Article VIII – 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 IX – Audit

Section 1 – Assignment of the 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 X – Books and 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 XI – 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.

Article XII Dissolution Clause

Section 1 - Dissolution Clause

- 1) In the event of the dissolution of the Association, all its remaining funds and assets after payment of its liabilities, shall be distributed to one or more organizations in Alberta with objects and goals similar to those of the Association. Members select this organization(s) by Special Resolution, in no event do any members receive any assets of the Association.

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