

## **Bylaws of Canoe Kayak Saskatchewan Inc.**

### **SECTION 1 – NAME, PURPOSE AND OBJECTIVES**

#### **Name**

1. The name of the organization is Canoe Kayak Saskatchewan Incorporated (CKS), a provincial sport governing organization with SaskSport and linked to Canoe Kayak Canada (CKC) and adheres to Canoe Kayak Canada bylaws in regards to the organization of the sport and its divisions.

#### **Purpose**

2. Canoe Kayak Saskatchewan Inc. represents the canoe / kayak community through associated member clubs and sport divisions primarily and is also dedicated to the promotion of the sport of canoe/kayak in Saskatchewan. Canoe Kayak Saskatchewan Inc. strives to encourage and support the involvement of each participant up to their personal excellence and to provide assistance to the paddling community in its endeavours to develop and promote the sport of canoe/kayak.

#### **Objectives**

3. The objectives of Canoe Kayak Saskatchewan Inc. are based upon the four pillars of the Canadian Sport Policy as well as guidelines from SaskSport Inc.

4. The pillars shall be applied to Canoe Kayak Saskatchewan Inc. in the following manners:

#### **Participation - Opportunities to participate in all forms of paddling.**

- Create a more inclusive environment that attracts participation at all levels and by all ages.
- Encourage the people of Saskatchewan to participate in the diverse paddling opportunities available through Canoe Kayak Saskatchewan Inc.'s associated member clubs and other avenues.

#### **Excellence - Opportunities and support for achieving excellence**

- Support personal excellence and high performance.
- Recognize and support leaders that support paddling opportunities in Saskatchewan.
- Support coaching that enables participants to achieve their personal best and fullest participation.
- Encourage the professional development of coaches, officials, administrators and volunteers in the maintenance and upgrading of their qualifications.

#### **Capacity - A delivery system for paddling activities that responds to the needs of Saskatchewan people.**

- Relevant and inclusive funding system to associated member clubs and sport divisions through completion of evaluation and measurement tools.
- Access to resources to support paddling opportunities in Saskatchewan.

**Interaction - Recognize strength in common purpose.**

- Provide leadership by which the paddling community can collectively advocate for Canoe Kayak Saskatchewan Inc..
- Support engagement in the sport of Canoe/Kayak.
- Value co-operation and partnerships between provincial and divisional paddling groups to advocate and support paddling opportunities in Saskatchewan.
- Recognize the involvement and contributions of volunteers and officials.

**SECTION 2 – MEMBERSHIP**

**Membership**

5. The membership of Canoe Kayak Saskatchewan Inc. shall consist of:

- a. Athlete members
- b. Individual members, and
- c. Club members.

6. An athlete member is any person who is a participant in the sport of canoeing and/or kayaking and who is a registered member of an affiliated club of the organization. An athlete member is entitled to all the privileges of membership including the right to vote at any meeting of the organization.

7. A individual member is any person who wishes to assist in the promotion of canoeing and/or kayaking or in furthering the objects of the organization and who pays the prescribed annual fee. A regular member is entitled to all the privileges of membership including the right to vote at any meeting of the organization.

8. A club member is any Saskatchewan club whose principal activity is canoeing or kayaking is eligible for membership as an associate member of the organization. An associate member is entitled to all the privileges of membership except the rights to be elected as a director or to vote at a meeting of the organization.

**Affiliations**

9. Canoe Kayak Saskatchewan Inc. shall be a member of:

- a. SaskSport
- b. The Saskatchewan Hall of Fame and Museum
- c. Canoe Kayak Canada (as paid for by each division)
- d. Paddle Canada
- e. The Canadian Canoe Association – Marathon Division

**Membership Fees**

10. Membership fees in each class of membership shall be prescribed by the members at the annual general meeting.

11. A membership shall be for the period January 1<sup>st</sup> until December 31<sup>st</sup> for the year in which it is purchased. Membership fees shall be due on July 1<sup>st</sup> of each year.

12. Any member may withdraw from membership in the organization at any time but shall not be entitled to a refund of any portion of membership fees.

### **Membership Discipline**

13. The voting members shall have the power to discipline or terminate a member for failure to comply with the constitution or bylaws of the organization, for conduct unbecoming as a member or for such other just cause as provided for by the adoption of a resolution at a special meeting of the organization.

## **SECTION 3 – MEETINGS OF THE ORGANIZATION**

### **Notices**

14. Notices of meetings, votes and other business items may be served by any means reasonable and shall be communicated at least 15 days prior to the meeting date.

15. Each notice shall state the nature of the business to be conducted in sufficient detail to permit the member to form a reasoned judgment about it and shall include the text of any resolution or proposed change to be submitted to the meeting.

16. For the purposes of sending a notice to any member, director or officer for any meeting or otherwise, the address of the member, director or officer shall be the last address recorded on the records of organization.

### **Annual General Meeting**

17. Canoe Kayak Saskatchewan Inc. shall hold an Annual General Meeting of members not later than 90 days after the end of the fiscal year end. The time and place of the Annual General Meeting shall be fixed by the President.

18. The business of the Annual General Meeting shall include:

- a. A report of the President
- b. A report of the Executive Director
- c. A report from each division
- d. The election of Directors
- e. Approval of the Financial Statements and the Auditor's report
- f. Appointment of Auditors
- g. Proposed changes to the organization's constitution and bylaw
- h. Proposed resolutions

19. Any other business to be transacted at the Annual General Meeting or at any other meeting of the organization shall be considered to be special business and may be considered at the discretion of the President or his designate.

### **Special Meetings**

20. The President may call a Special General Meeting of the Members at any time but shall do so upon the written request of at least 50 members.

### **Quorum**

21. Quorum at an Annual General Meeting or at a Special General Meeting shall consist of ten voting members.

### **Voting**

22. Each voting member is entitled to one vote on each question.

23. All questions shall be decided by a majority of votes. In the event of a tie, the chair shall cast the deciding vote.

## **SECTION 4 – BOARD OF DIRECTORS**

### **Directors**

24. The Board of Directors of Canoe Kayak Saskatchewan Inc. shall consist of:

- a. President
- b. Vice-president
- c. Past president
- d. Treasurer
- e. Secretary
- f. Flatwater Director
- g. Marathon Director
- h. Recreation Director
- i. Whitewater Director

25. Directors shall be either an athlete or a regular member of the organization.

26. The Flatwater Director, Marathon Director, Recreation Director and Whitewater Director shall be nominated on an annual basis from the membership and approved at the Annual General Meeting. In the event of a vacancy of a divisional director, the executive committee may appoint a replacement to hold office for the remainder of the unexpired term of the director whom they are replacing.

27. The Flatwater Director, Marathon Director, Recreation Director and Whitewater Director may be represented by a proxy at a meeting provided that prior to the meeting the President has consented to the proxy or that the Executive Director has been advised of the proxy. The proxy must be a member of the same division as the director.

28. Directors shall not be employed in any staff positions of the organization.

29. Individuals desiring to serve on the Board of Directors shall possess the qualifications as set out in the appropriate job description.

30. Directors shall be elected for a term of two years. Directors may serve a maximum of three consecutive terms (six years) and may seek election for additional terms after the expiration of one term (two years). In order to ensure continuity on the Board of Directors, Directors shall be elected on a rotating basis with up to four positions filled every year, of which two must be divisional directors and two from positions on the executive committee (with the exception of the position of Past President).

31. It is the expectation that the position of President will be filled by an individual who has previously served as Vice President and that a retiring President will assume the position of Past President until a subsequent retiring President assumes the position.

#### **Vacancies and Removal from Office**

32. The Board may fill a vacancy on the Board for the unexpired term, provided that such vacancy shall be filled by another member of the organization, qualified to fill that position.

33. The membership may, by resolution passed at a special meeting, remove any director from office and the vacancy created by such removal may be filled at the same time, failing which it may be filled by the Board at a later time.

34. A director ceases to hold office when he or she dies; is removed from office by the membership; ceases to be qualified for election; becomes of unsound mind; is convicted of an indictable offence; ceases to hold the qualifications of a representative; or his/her written resignation is submitted to the President.

#### **Meetings of the Board of Directors**

35. Meetings of the Board of Directors shall be at the call of the President and shall be held as are required to complete the work of the Board. Whenever possible, notice of one week shall be given for a meeting although unscheduled meetings may be called immediately after an Annual General Meeting or a general meeting to address emergent items of business.

36. Teleconference meetings of the Board of Directors are permitted and any Director attending electronically is deemed to be present.

37. All questions shall be decided by a majority of votes. Each director listed in paragraph 24 shall have one vote. The chair shall cast a vote only in the event of a tie, in which case the chair shall cast the deciding vote. The Board may use electronic voting procedures to decide a question.

38. Quorum at meetings of the Board of Directors shall be a majority of directors.

#### **Duties of the Board of Directors**

39. The Board of Directors is responsible for all activities carried out in the name of Canoe Kayak Saskatchewan Inc. and is tasked with facilitating, organizing, overseeing, and planning

40. The Board of Directors is the final arbitrator on issues arising within the organization.

### **Executive Committee**

41. The Executive Committee shall consist of the President, Vice-President, Past President, Treasurer and Secretary.

42. The President shall preside at all meetings of the Board of Directors and of the organization. The President shall be responsible for ensuring the integrity of the Board's processes as established from time to time by the Board and for representing the Board and the organization publicly.

### **Committees of the Board**

43. The Board may appoint committees from time to time to perform such duties as the Board may designate.

44. A Nomination Committee shall be established and consist of the Past President and two other Board members not seeking re-election. The Nomination Committee shall identify and nominate individuals for each director positions to be filled for consideration at the Annual General Meeting. Nominations may also be accepted from the floor at any Annual General Meeting.

## **SECTION 5 – FINANCIAL**

### **Financial Year**

45. The fiscal year of the organization shall by January 1<sup>st</sup> to December 31<sup>st</sup>.

46. The Directors shall ensure that proper records and accounts of all financial transactions of the organization are prepared and maintained.

47. A budget setting forth the details of the estimated revenues and expenditures of the organization for the next fiscal year shall be prepared and submitted to the directors by December 31<sup>st</sup> of each year.

48. The directors shall provide to the membership at every Annual General Meeting:

- a. the financial statement for the previous fiscal year; and
- b. a budget for the upcoming fiscal year.

49. All funds of the organization shall be deposited in one or more accounts in the name of Canoe Kayak Saskatchewan Inc. at a chartered bank or credit union, designated by the directors.

50. No remuneration shall be paid to the directors other than compensation for travel and related expenses while attending to the business of the organization. The rates of compensation for travel and related expenses shall be approved by the directors.

## SECTION 6 – PROCEDURAL MATTERS

### Constitution and Bylaws

51. The Board may propose the adoption, amendment or repeal of the constitution and bylaws of the organization. The Board shall submit any proposed adoption, amendment or repeal of the constitution or a bylaw to the membership at the next meeting of the organization.

52. The voting members present at a meeting of the organization may adopt or reject any proposed adoption, amendment or repeal of a bylaw by a majority vote.

53. A majority of two-thirds of the voting members present at a meeting of the organization is required to adopt any proposed adoption, amendment or repeal of the Articles or constitution of the organization.

### Rules and Regulations

54. The Board may prescribe any policies, rules and regulations relating to the management and operation of Canoe Kayak Saskatchewan Inc. as it deems expedient, provided that these policies, rules and regulations are consistent with the bylaws of the organization.

### Coming Into Force

55. These bylaws shall supersede all previous bylaws and shall come into force and be effective from the date on which they are adopted by the voting members.

Certified to be a True Copy by:

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(Official of Sport Governing Body)

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(Date)

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(Location)