

The By-Laws of the Full Throttle Cycling Club

FULL THROTTLE CYCLING CLUB

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Section 1 - General

1.01 Definitions

1. "The Club" means Full Throttle Cycling Club operating as an unincorporated not for profit organization with less than 50 members.
2. "By-laws" means this by-law (including the schedules to this by-law) and all other by-laws of the Club.
3. "President" means the executive leader of "the Club" and the Executive Committee.
4. "Officer" means an individual occupying a position on the executive committee.
5. "Member" means a member of the Club.
6. "Members" means the collective membership of the Club

Section 2 – Executive Committee

2.01 Election and Term

The Executive Committee shall be elected by the Members from among the Members. The term of office of the Executives shall be for a period of one year from the date of the annual general meeting at which they are elected.

2.02 Number of Executives

The Executive Committee shall include the following positions; President, Vice President, Secretary and Treasurer, OR President, Vice President, Secretary / Treasurer. The Executive Committee may determine from time to time the need for additional Officers such as (Membership Coordinator, Ride Coordinator, Social Media Coordinator etc.) to conduct the business of the Club.

2.03 Filling Vacancies

A vacancy on the Executive Committee shall be filled as follows:

1. A quorum of Officers may fill a vacancy among the executive committee officers by appointing a member who is not currently an executive. The vacancy shall be filled by a majority vote of the executive committee officers.
2. If there is not a quorum of officers or there has been a failure to elect the minimum number of officers, the executive committee officers in office shall call a special meeting of Members to fill the vacancy
3. If the vacancy occurs as a result of the Members removing an officers, the Members may fill the vacancy by a majority vote at any special general meeting called for that purpose.

2.04 Remuneration of Executives

The executive officers shall serve without remuneration and no officer shall directly or indirectly receive any profit from occupying the position of executive officer.

Section 3 – Executive Committee Meetings

3.01 Calling of Meetings

Meetings of the executive committee may be called by the President or any two Officers at any time and any place as long as reasonable notice is given to each Officer stating the time and place of the meeting.

3.02 President

The President shall preside at Executive Committee meetings. In the absence of the President, the Officers present shall choose one among them to act as chair of the meeting.

3.03 Voting

Each Officer has one vote. Questions arising at any committee meeting shall be decided by a majority of votes. If there is a tie vote, the chair of the meeting will cast a second and deciding vote.

Section 4 - Financial

4.01 Club Funds Approval

Executive Officers shall not spend in excess of (\$100) one hundred dollars of funds belonging to “the Club” without the approval of at least (2) two other Executive Officer.

Section 5 - Officers

5.01 Officers

The Executive Committee officers are elected annually at “the Club’s” Annual General Meeting. The positions are: President, Vice-President, Secretary, and Treasurer. OR President, Vice President, Secretary / Treasurer. The term of office of an Officer is one year from the date that the Officer was elected. The office of Treasurer and Secretary may be held by the same person and may be known as the Secretary / Treasurer. The Executive Committee may appoint such other Officers as it deems necessary, and who shall have such authority and shall perform such duties as the Executive Committee may prescribe from time to time.

Section 6 - Members

6.01 Members

1. Adult Members – Single membership shall apply to any person who is eighteen years of age or older.
2. Youth Members – Youth Members shall apply to any person who has not yet reached the age of eighteen during the calendar year.

6.02 Membership

In this section, Membership includes all classes of members described in Paragraph 6.01.

A membership in “the Club” is not transferable and terminates under the following:

1. When the Member’s term of membership expires.
2. If the Member resigns in writing. In which case the resignation shall be effective from acceptance by the Executive Committee. The Member shall remain liable for payment of any outstanding dues levied or became payable by the Member to “the Club” prior to the Member’s submittal of resignation.
3. If the Member dies.
4. If a Member is expelled from “the Club” in accordance with “the Club” by-laws section 6.04.

6.03 Annual membership dues shall be set by the Executive Committee and shall apply for one year.

6.03 Disciplinary Act or Termination of Membership for Cause

1. Upon 15 days’ written notice to a Member, the Executive Committee may pass a resolution authorizing disciplinary action or the termination of membership for violating any By-laws or policies of “the Club”
2. The notice shall set out the reasons for the disciplinary action. The potential disciplinary action may include termination of membership with forfeiture of membership dues, or such other action as the Executive Committee may determine.
3. The Member receiving the notice shall be entitled to give the Executive Committee a written submission opposing the disciplinary action or termination not less than 5 days before the end of the 15-day period. The Executive Committee shall consider the written submission of the Member before making a final decision regarding disciplinary action or termination of membership.

Section 7 - Members' Meetings

7.01 Annual General Meeting

The annual general meeting shall be held on a day prior to the last day of February each year and at a place fixed by the Executive Committee. Each Member shall be provided, not less than 14 days before the annual meeting, with a copy of the agenda and relevant sufficient supporting information related to the business to be conducted to permit the Member to form a reasonable judgment on the decisions to be taken.

The business transacted at the annual general meeting shall include:

1. Receipt of the agenda;
2. Receipt of the minutes of the previous annual and subsequent special meetings;
3. Election of Executive Committee; and
4. Any other or special business as may be set out in the notice of meeting.

No other item of business shall be included on the agenda for annual general meeting unless a Member's proposal has been given to the secretary prior to the giving of notice of the annual general meeting.

7.02 Quorum

A quorum for the transaction of business at a Members' meeting shall consist of a minimum of 10% of the Members entitled to vote at the meeting.

7.03 Chair of the Meeting

The President shall be the chair of the Members' meeting; in the Chair's absence, the Vice-President shall chair the meeting. If both the President and Vice-President are absent, the Members present at any Members' meeting shall choose another Officer as chair and if no Officer is present or if all of the Officers present decline to act as chair, the Members present shall choose one of their number to chair the meeting.

7.04 Voting of Members

Business arising at any Members' meeting shall be decided by a majority of votes unless directed by club by-laws.

1. Each Member over the age of thirteen shall be entitled to one vote at any meeting.
2. Every Member entitled to vote at a meeting of the members may do so by means of a proxy, in prescribed form deposited with the Secretary or with such other Officer authorized to accept proxies not less than 24 hours before any meeting or continuance of an adjourned meeting of Members at which the proxy is to be used, and only at such meeting as specified in the proxy; the Member thereby shall appoint a proxy holder or one or more alternative proxy holders, who need not be members, as the member's nominee to attend and act at the meeting in the manner, to the extent and with the authority conferred by the proxy;
3. Votes shall be taken by a show of hands among all Members present and the chair of the meeting, if a Member, shall have a vote;
4. An abstention shall not be considered a vote cast;
5. Before or after a show of hands has been taken on any question, the chair of the meeting may require, or any Member may demand, a written ballot. A written ballot shall be taken in such manner as the chair of the meeting shall direct;
6. If there is a tie vote, the chair of the meeting shall cast a second and deciding vote.
7. Whenever a vote by show of hands is taken on a question, unless a written ballot is required or demanded, a declaration by the chair of the meeting that a resolution has been carried or lost and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

7.05 Adjournments

The Chair may, with the majority consent of any Members' meeting, adjourn the same from time to time and no notice of such adjournment need be given to the Members, unless the meeting is adjourned by one or more adjournments for an aggregate of 30 days or more. Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

7.06 Persons Entitled to be Present

The only persons entitled to attend a Members' meeting are the Members entitled to vote at such meetings.

Section 8 - Adoption and Amendment of By-laws

8.01 Amendments to By-laws

The Members may from time to time amend this by-law by a majority of the votes cast. The Executive Committee may from time to time amend this by-law. Such changes are adopted when the Executive Committee present them to the Members at a special meeting. Amendment is enacted by a majority of votes cast.

Enacted this _____ day of _____, 2020