

**BYLAWS OF  
EDMONTON INTERDISTRICT  
YOUTH SOCCER ASSOCIATION  
EIYSA**

**REVISIONS AS OF – SEPTEMBER 16, 2020**

**Approved at EIYSA SGM – October 14, 2020**

## ARTICLE 1 - PREAMBLE

- 1.1.1 **The name of the EIYSA is the “Edmonton Interdistrict Youth Soccer Association”, hereinafter referred to as EIYSA.**
- 1.1.2 These Bylaws stipulate how the EIYSA is to be governed and how the powers of the EIYSA are to be executed.
- 1.1.3 These Bylaws cancel all other Bylaws of the EIYSA.

## ARTICLE 2 - DEFINING AND INTERPRETING THE BYLAWS

### 1.2 Definitions

In these Bylaws, the following words have these meanings:

- 1.2.1 *Act* means the Societies Act R.S.A 2000, Chapter S-14 as amended, under which EIYSA is incorporated
- 1.2.2 *EIYSA* means the Edmonton Interdistrict Youth Soccer Association.
- 1.2.3 *Annual General Meeting* means the Annual General Meeting described in Article 8.
- 1.2.4 *Board* means the Board of Directors of the EIYSA.
- 1.2.5 *Bylaws* mean the Bylaws of the EIYSA as amended.
- 1.2.6 *Director* means any person elected or appointed to the Board.
- 1.2.7 *EIYSA League Program* means the grassroots and developmental leagues for players aged U7 to U17 in which eight (8) clubs participate. Those 8 clubs are:
  - Edmonton Drillers*
  - Edmonton Strikers*
  - Internazionale (Inter)*
  - Juventus*
  - Red Deer Renegades*
  - Sherwood Park Phoenix*
  - SouthWest United*
  - Victoria*
- 1.2.8 *EIYSA Stars Program* refers to the U14 and Competitive teams that are picked from the six (6) Edmonton based EIYSA Stars clubs and participate in the Alberta Youth Soccer League (AYSL). Those 6 clubs are:
  - Edmonton Drillers*
  - Edmonton Strikers*

*Internazionale (Inter)*  
*Juventus*  
*SouthWest United*  
*Victoria*

- 1.2.9 **Executive Director** means the person appointed by the Board who is accountable for the administration and day-to-day operations of EIYSA. The Executive Director reports to, and is subject to the oversight and assessment of the Board.
- 1.2.10 **Governance Policies** means those documented policies approved by the Board that define the roles and responsibilities of, and relationship between the Board, Staff and stakeholders of EIYSA.
- 1.2.11 **Judicial Body** means the Disciplinary Committee and Appeals Committee of the EIYSA
- 1.2.12 **Majority** means greater than 50%
- 1.2.13 **Member** means a Member of the EIYSA described in Article 3.
- 1.2.14 **Officer** means Director(s) having signing authority on behalf of the EIYSA.
- 1.2.15 **Registered Office** means the registered office of the EIYSA.
- 1.2.16 **Special Meeting** means a Special Meeting described in Article 8.
- 1.2.17 **Special Resolution** means a resolution passed at an Annual General Meeting or Special Meeting of the Members of the EIYSA by a vote of 75% of the Voting Members in attendance

## **Interpretation**

- 1.2.18 **Singular and plural:** words indicating the singular number also include the plural, and vice versa.
- 1.2.19 **Headings:** are in bold type and are included only for convenience. They do not affect the interpretation of these Bylaws.
- 1.2.20 **Liberal Interpretation:** these Bylaws must be interpreted broadly and generously. Their purpose is to enable and ensure orderly and consistent governance of the EIYSA.

## **ARTICLE 3 - MEMBERSHIP**

### **3.1 Classification of Members**

EIYSA is authorized to establish two (2) classes of Members as follows, with each class having its own sub-classes

#### **3.1.1 Voting Members**

Full Member – a soccer club that has a minimum of four (4) teams per season participating in the EIYSA League Program.

Probationary Member – a soccer club that has less than four (4) teams per season participating in the EIYSA League Program or a league/program outside the assigned geographical zones of EIYSA.

#### **3.1.2 Non-Voting Members**

Affiliate Member – a soccer club, league or team that participates in the EIYSA League Program. An Affiliate Member may attend and participate at the meetings of the EIYSA as stipulated in the Bylaws but does not have voting privileges.

Life Member – An individual who has been accorded the privilege of life membership by the EIYSA who may attend and participate in the EIYSA's meetings but does not have voting privileges.

### **3.2 Standing of Full, Probationary and Affiliate Members**

#### **3.2.1 Member in Good Standing**

A Member is in Good Standing when:

- a) The Member is registered under the Societies Act and has filed all required returns.
- b) The Member fields the required number of teams at the start of a season.
- c) The Member has paid membership fees or other required fees.
- d) The Member is not suspended as provided for in Article 3.7.

#### **3.2.1 Member on Probation**

A Member is on Probation when:

- a) The Member does not field the required number of teams at the start of a season. Said Member is on probation for that season.

#### **3.2.2 Member Not in Good Standing**

A Member is "Not in Good Standing" when:

- a) The Member has failed to meet the requirements under 3.2.1.
- b) The Member is indebted to the Association where such indebtedness exceeds \$100.00 and the balance has not been cleared within 60 days of notice.
- c) The Member is serving disciplinary suspension.

### **3.3 New Members**

- 3.3.1** A soccer club, league or team seeking membership in EIYSA must make written application to the EIYSA.
- 3.3.2** Membership may be granted to an applicant by the Members at the Annual General Meeting by a majority vote.
- 3.3.3** To qualify for Membership, the applicant must, at the time of application;
- a) Be a registered society, sole proprietor or incorporation registered in Alberta;
  - b) Provide soccer programs within the mandate of EIYSA;
  - c) Provide soccer programs to the standards set by EIYSA and Provincial and National bodies applicable to the delivery level;
  - d) Be financially viable;
  - e) Be operationally viable;
  - f) Have sound governance

### **3.4 Member Obligations**

#### Members

- a) must uphold and comply with the Bylaws and Rules and Regulations of the EIYSA and all applicable policies and decisions of the Board and the Membership.
- b) who fail to comply with the Bylaws, Rules and Regulations, policies and/or decisions of the Board and the Membership may be subject to sanctions by the EIYSA.
- c) must comply with all applicable codes of conduct and ethics and with any standards of practice as may be approved by the Board and/or the Membership.
- d) Are responsible for the payment of all applicable dues, affiliation fees and declaration fees levied by the EIYSA

### **3.5 Member Rights**

- a) Full and Probationary Members have the right to:
- b) nominate individuals for election to the Board;
- c) receive notice of, attend and vote at a General Meeting;
- d) request that the review of the financial statements be read at the Annual General Meeting if a review has been conducted;
- e) vote at a meeting of any Membership committee to which they are appointed;
- f) Receive a copy of the constitution and bylaws;
- g) Receive a copy of the latest financial statement
- h) Exercise all other rights and privileges given to Members in these Bylaws.

### **3.6 Voting at General Meetings**

- 3.6.1** Only Full Members and Probationary Members in good standing shall have the right to vote at a General Meeting of the EIYSA.

- 3.6.2** Votes shall be made in person by a Member's delegate and not by proxy or otherwise.
- 3.6.3** Each Member shall be entitled to have its entire votes cast whether it is represented by one or all of its delegates, but not by any other Member.
- 3.6.4** A Full Member in Good Standing is entitled to vote as per the representation of teams in article 3.6.5 participating in the current EIYSA outdoor season program plus the prior EIYSA indoor season program.
- 3.6.5** The number of votes allotted is based on the number of outdoor, indoor and futsal teams, registered for seasons prior to AGM, as follows
- a) Member or Probationary Member with three to five teams – two (2) votes.
  - b) Member with six to nine teams – three (3) votes.
  - c) Member with ten to fourteen teams – four (4) votes.
  - d) Member with fifteen to twenty teams – five (5) votes.
  - e) Member with twenty-one to twenty-seven teams – six (6) votes.
  - f) Member with twenty-eight to thirty-four teams – seven (7) votes.
  - g) Member with thirty-five or more teams – eight (8) votes.

**3.7** A Notice of Motion may be given verbally at any meeting of the EIYSA, or in writing at such meeting, and any action intended by such Notice of Motion cannot be voted upon until a period of twenty-one (21) days has elapsed from the date the Notice of Motion was given.

### **3.8 Discipline of Members**

#### **3.8.1 Decision to Suspend**

A Voting or Non-Voting Member that violates its obligations as a Member may be suspended if:

- a) The Member has failed to abide by the Bylaws; or
- b) The Member has disrupted meetings or functions of the Association; or
- c) The Member has done anything judged harmful to the Association.

#### **3.8.2 Expulsion**

3.8.2.1 A Voting or Non-Voting Members may be expelled if:

- a) the Member is in breach of these Bylaws; or
- b) the Member's misconduct or condition proves detrimental to the EIYSA or brings the game of soccer into disrepute; or
- c) for any cause which is deemed sufficient in the interests of the EIYSA.

#### **3.8.3 Process for Suspending and Expelling a Member**

3.8.3.1 Suspension of Voting or Non-Voting Member

- a) In the event the Board is presented with an allegation of a serious and/or repeated violation by a Voting or Non-Voting Member of the Bylaws, Governance Policies, Code of Conduct, Disciplinary Policy, Harassment Policy or Rules and Regulations, the Board shall refer the allegation to the appropriate Judicial Body. Should the Judicial Body determine that the Member should be suspended, the EIYSA shall provide written notice of the suspension to the Member and shall provide reasons for the suspension. The Member may make written submissions to the EIYSA within twenty (20) days of receiving such notice. If written submissions are received, the Judicial Body shall consider these in making its final ruling, and the EIYSA shall notify the Member of the ruling within a further twenty (20) days from the date of receipt of the submissions.
- b) The suspension will be in effect until the EIYSA judges the member has taken the required steps to become compliant, or until the next Meeting of the Members upholds or overturns the suspension by a vote of 75% of the Voting Members.

#### 3.8.3.2 Expulsion of Voting or Non-Voting Member

- a) In the event that the Judicial Body, after having been referred an allegation, in accordance with 3.7.2.2.i.a.) above, rules that a Voting or Non-Voting Member should be expelled, the EIYSA shall provide written notice of this ruling to the Member and shall provide the stated reasons. The Member may make written submissions to the EIYSA within twenty (20) days of receiving notice.
- b) The Judicial Body shall forward its ruling and any submissions, if received, to the EIYSA office forty-five (45) days prior to the Meeting of the Members.

3.8.3.3 A Member may be suspended or expelled by the Voting Members only by a vote of 75% of the Voting Members

3.8.3.4 A suspension shall be lifted once the requirements imposed on the Member have been met.

### **3.8.4 Termination of Membership**

3.8.4.1 The interest of a Member is non-transferable and any Member ceasing to be a member of the Association shall forfeit all interest in any assets of the EIYSA.

#### 3.8.5.2 Resignation

Any Member may resign from the EIYSA by sending or delivering a written notice to the Office of the EIYSA.

#### 3.8.5.3 Deemed Withdrawn

Any indebted Member carrying an account balance in excess of \$100.00 for a period greater than one hundred (100) days after the date the fees were due is considered to have submitted his resignation.

### **3.8.6 Notices**

3.8.6.1 All Notices may be served by the EIYSA upon any Member(s) by:

- a) Personally delivering the same to the Member's officers, representatives, or delegates
- b) Leaving the same at the address of the Member on file with the EIYSA Forwarding the same by prepaid letter to the address of the Member on file with the EIYSA; or
- c) Forwarding the same by email to the address of the Member provided for service of Notices.
- d) If sent by post the notice shall be deemed to have been served at the time when the letter would have been delivered in the ordinary course of mail.

3.8.6.2 If sent by email the notice shall be deemed to have been served when the read receipt is returned.

3.8.6.3 All correspondence to the EIYSA or Board of Directors shall be addressed to the EIYSA office.

3.8.6.4 Minimum notice unless otherwise stated in these Bylaws or unless waived, in writing by the Member, will be seven (7) days.

## **ARTICLE 4 - FEES AND REVENUES**

### **4.1 Fees**

4.1.1 Each Member, except Life Members, shall pay a Membership fee to the EIYSA either as part of the league fee or as an affiliation fee. The amount of this Membership fee shall be set annually by the Board.

4.1.2 Participation Fees for games and competitions of the Association, other than those in Article 5.1.1 shall be as decided by the Board.

4.1.3 Fees paid for ASA and or Canada Soccer competitions shall be set by the ASA and Canada Soccer respectively and will be reflected in the EIYSA fee schedule.

### **4.2 Revenues**

4.2.1 Any admission or league game related revenues shall be retained by the EIYSA unless otherwise specified and shall be approved in advance by the Board.



## **5 ARTICLE 5 – GOVERNANCE STRUCTURES**

### **5.1 The Board of Directors**

#### **5.1.1 Role of the Board**

5.1.1.1 The Board controls and sets the direction of the EIYSA.

5.1.1.2 The Board may delegate its powers and duties to any committee of the Board or any person but remains accountable for the exercise of all powers and duties delegated.

#### **5.1.2 Powers and Duties of the Board**

The powers and duties of the Board include:

- a) promoting the objects of the EIYSA;
- b) interpreting and applying the EIYSA's Bylaws, and Rules and Regulations;
- c) approving a vision and long term strategic plan for the EIYSA;
- d) approving policy of the EIYSA;
- e) approving the EIYSA's budget;
- f) appointing an Executive Director to manage the EIYSA, and setting his duties, salary and benefits and other employment terms;
- g) appointing a Commissioner who shall serve as the judicial officer of all leagues operated by the EIYSA and determining the honorarium for the position:

#### **5.1.3 Board Structure**

5.1.3.1 The board shall consist of a President, Vice President and 7-10 other Directors.

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#### **5.1.4 Nominations for the Board of Directors**

5.1.4.1 Nominations for Director may be put forward by the Nominations Committee or by any member.

5.1.4.2 It is the nominee's responsibility to ensure that all nominations materials are submitted to EIYSA by their due date.

#### **5.1.5 Election of Directors**

5.1.5.1 At the Annual General Meeting, an election shall be held to fill the following Board positions;

- a) In even years, five (5) Directors shall be elected to a two (2) year term
- b) In odd years, four (4) Directors shall be elected to a two (2) year term
- c) A Director who is filling a vacant position is to complete the term of the Director who has left.

5.1.5.2 The election shall be by single ballot, with each voting representative receiving their allotted votes as per Article 3.6.5 for each vacant seat. The election will be completed by majority vote.

In the event where two candidates receive an equal number of votes the winner will be decided by another round of voting until one candidate has secured a majority of the votes.

5.1.5.3 The term of office of a Director elected at an Annual General Meeting shall begin at the first Board meeting after the Annual General Meeting and will expire at the corresponding board meeting at the end of the Director's term.

### **5.1.6 Board Vacancies**

5.1.6.1 If a Board vacancy occurs upon the retirement, resignation or expulsion of a Director, the remaining Directors shall be at liberty to appoint an individual to serve the balance of the term of the Director's term. The appointment shall be ratified at the next Annual General Meeting.

### **5.1.7 Removal of Directors**

5.1.7.1 A Director ceases to hold office when:

- a) The Director resigns;
- b) At a meeting of the Members or, at a Meeting of the Directors, an Ordinary Resolution is passed to remove a Director by the class of Members who elected said Director; or
- c) The Director dies.

5.1.7.2 The resignation of a Director becomes effective at the time a written resignation is received by EIYSA or at the time specified in the resignation, whichever is later.

5.1.7.3 In the event that the Board is presented with an allegation of non-compliance by a Director with the Code of Conduct, Disciplinary Policy, Harassment Policy, Bylaws, and Rules and Regulations, the Board shall refer the matter to the appropriate Judicial Body. The Director shall be advised in writing of the nature and extent of such allegations.

5.1.7.4 When the Board receives the Judicial Body's ruling, the following shall occur:

- a) The Board shall advise the Director involved of the ruling in writing.
- b) If the Judicial Body rules the allegations are without grounds, the Board shall take no further action
- c) If the Judicial Body rules that the allegations are valid and that the Director should be removed:
- d) If the Director was previously elected by the Voting Members, the Board shall release the ruling of the Judicial Body to the Voting Members and recommend that the Voting Members pass a resolution to immediately remove the Director.
- e) If the Director was previously elected by the Director Members, the Director Members shall pass a resolution to immediately remove the Director.

- f) If the Judicial Body determines that the allegations are valid and recommends any other action(s) pursuant to the Disciplinary Policy, the Board shall implement such action(s) with immediate effect.

5.1.7.5 Being absent from three consecutive Board meetings without a reasonable excuse may result in the Director's removal of office.

### **5.1.8 Directors Conflicts of Interest**

No Director of the EIYSA shall hold an elected office with, or be an employee of a club. The Director must relinquish such a position within sixty (60) days of being elected to the EIYSA Board.

### **5.1.9 Meetings of the Board**

5.1.9.1 Meetings of the Board shall be held as often as required, but at least once every three months.

5.1.9.2 Directors shall be given ten (10) days notice in writing of meetings of the Board.

5.1.9.3 The Chairman shall ensure there is a recording secretary for all meetings of the Board.

5.1.9.4 Each Director shall have one vote.

5.1.9.5 Voting by proxy is not permitted.

5.1.9.6 The Chair will not cast a vote except to break a deadlock.

5.1.9.7 Decisions shall be made by a vote of the majority of the Directors present.

5.1.9.8 A quorum shall be 2/3 of the Directors.

### **5.2 Indemnity**

5.2.1 The EIYSA shall indemnify all of its Directors, present and past, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgement as long as they were performing their fiduciary duties

5.2.2 No Member of the Board of Directors or Director is liable for any loss due to an oversight or error in judgment, or by an act in his role for the EIYSA, unless the act is fraudulent, dishonest or in bad faith.

5.2.3 Members of the Board and Directors can rely on the accuracy of any statement or reports prepared by the EIYSA's auditor, and are not held liable for any loss or damage because of acting on that statement or report.

## **ARTICLE 6 - APPOINTMENTS**

- 6.1.1 The Board of Directors shall have the power to appoint individuals to tasks relative to specific phases of work in respect of the EIYSA's affairs. Persons so appointed shall report and be responsible directly to the Board or committee. Such persons shall not have a vote at a meeting of the EIYSA. Any appointment so made may be provided with an honorarium as per Bylaws 7.1.6 and 7.1.7.

## **ARTICLE 7 - COMMITTEES**

- 7.1.1 The Board may establish Standing Committees for the purpose of assisting it in carrying out its governance responsibilities.

- 7.1.2 The Board Chair shall appoint the members of the Standing Committees, with approval of the Board.

### **7.1.3 The Board will form the following Standing Committees:**

- a) Governance
- b) Finance
- c) Nominations

- 7.1.4 The Board may appoint Special Committees as needed, with the approval of the Board. Special Committees are established for specific tasks and are dissolved upon completion of their work.

- 7.1.5 All Standing and Special committees shall be advisory to the Board and report to the Board on a timely basis.

- 7.1.6 Appointments to a Standing or Special committee may be offered an honorarium, at the discretion of the Board of Directors and upon a 2/3-majority vote of the same. This honorarium is intended to defray costs associated with carrying out the required duties. It is not intended to compensate for time and expertise.

- 7.1.7 All expenses to be incurred by any Standing and Special committee shall be pre-approved and specified by the Board of Directors and such approval must be reflected in the minutes of the meeting in which the approval was granted.

- 7.1.8 The Board will establish terms of reference for each Standing Committee which will be included in the EIYSA Governance Policies.

### **7.1.9 Presidents Forum**

The President's Forum will consist of the Club Presidents, Board President and/or the Executive Director and is not a Board Committee.

- a) will strike a Presidents' Advisory Forum composed of the most senior official from each of the Full Members;
- b) will consult with the Presidents' Advisory Forum on all matters that may impact on the ability of potential and current Members to meet the qualification requirements in Section 3 Members; and
- c) may strike other advisory bodies on an issue-by-issue basis.

The Presidents' Advisory Forum:

- a) may raise items or risks to the Board's attention;
- b) may be tasked with investigating items or potential items by the Board;
- c) will provide advice to the Board on items they or the Board raises with them; and
- d) may be tasked by the Board to carry out other activities

## **ARTICLE 8 - MEETINGS**

### **8.1 Meeting Rules of Order**

Robert's Rules of Order shall be used at all EIYSA meetings, insofar as they may apply.

### **8.2 Quorum**

A majority of Members holding a majority of the votes as outlined in Article 3.6.5 shall constitute a quorum at an Annual General Meeting or a Special Meeting of the EIYSA.

### **8.3 Annual General Meeting**

8.3.1 The date of the Annual General Meeting shall be not prior to November 1 and not later than February 28. The Board shall ensure that at least twenty- one (21) days notice shall be given in writing to all Members. Such notice shall include the date, time, and venue of the Annual General Meeting.

8.3.2 Each Member shall be entitled to be represented at the Annual General Meeting by three (3) delegates in good standing with the EIYSA. Only one delegate per Voting Member shall have the power to vote.

8.3.3 Each delegate representing a Member at the Annual General Meeting may be required to present credentials in writing authorizing him to represent such Member and any such credential shall be signed by a registered Officer of the Member concerned. A delegate unable to produce proper credentials shall not have the power to vote.

8.3.4 The order of business at the Annual General meeting shall be:

- a) Presentation of Credentials
- b) Roll Call
- c) Minutes of the previous Annual General Meeting
- d) Chairman's Address

- e) Director's Reports
- f) Financial Report
- g) Other Reports
- h) Amendments to the Bylaws
- i) Election of Directors
- j) New Business
- k) Adjournment

#### **8.4 Chairing a General Meeting**

The President will chair all General Meetings. If the President is unable to preside or is not present 15 minutes of the start time in the notice, the meeting will be chaired by;

- a) The Vice-President;
- b) A Director if the Vice-President is unable to preside; or
- c) If none of these is available within 15 minutes of the time set for the meeting, the members present will elect a delegate to preside.

#### **8.5 Special Meeting**

8.5.1 A Special Meeting may be called at any time:

- a) By a resolution of the Board of Directors to that effect, or
- b) On the instruction of any three (3) Members of the Board provided they request the Chairman in writing to call such a meeting and state the business to be brought before the meeting, or

### **ARTICLE 9 - ADMINISTRATION**

#### **9.1.1 Executive Director**

The Executive Director manages the operations of the EIYSA and implements the programs offered by the EIYSA. The Executive Director upon receiving budgetary approval from the Board may hire staff to carry out the operational functions of the EIYSA. The Executive Director shall be responsible for the supervision of all staff.

##### **The Board:**

- a) will employ an individual, to be known as the Executive Director, to manage the EIYSA's day-to-day operational activities and internal affairs;
- b) must ensure that the Executive Director meets the same qualifications as the directors both when the person is hired and during the entire time of employment; and

- c) will provide the Executive Director with the same protections as provided for the Directors.

### **9.1.2 Executive Director's Duties**

The Executive Director:

- a) reports to the Board but is not a member of the Board;
- b) provides support to the Board and committees of the Board;
- c) provides information and advice to the Board and Board committees;
- d) attends all Board meetings;
- e) participates in discussions at Board and Board Committee meetings;
- f) may attend a Board Committee meeting at the request of the Committee chair;
- g) cannot vote at Board or committee meetings; and
- h) performs such other duties as the Board may determine from time to time.

#### **The powers and duties of the Executive Director include:**

- a) Managing the EIYSA's operations;
- b) Maintaining and protecting the assets and property of the EIYSA;
- c) Managing the EIYSA's budget approved by the Board of Directors;
- d) Planning and managing the implementation of the programs offered by the EIYSA;
- e) In conjunction with the Board Chair representing EIYSA at the meetings of the Alberta Soccer Association;
- f) Preparing and updating operational plans for the information of the Board of Directors in setting long term budgetary goals;
- g) Preparing draft budget(s) and an annual report for the consideration of the Board and the Membership;
- h) Overseeing the amendments of Rules and Regulations for the consideration of the Membership at their Annual General Meeting or any Special General Meeting.;
- i) Recommending to the Board Directors the appointment and legal counsel as required from time to time;

## **ARTICLE 10 - BORROWING POWERS**

10.1.1 The Board of Directors shall be empowered from time to time, by resolution, to appoint Officers who may, on behalf of the EIYSA, borrow or raise or secure monies, issue promissory notes, bills of exchange and other negotiable instruments, sign contracts, documents and instruments of writing, generally or specifically, for the purpose of carrying out its objects.

10.1.2 The EIYSA does not have the authority to borrow or raise money through issuance of debenture(s).

## **ARTICLE 11 - FINANCE AND ACCOUNTS REVIEW**

### **11.1 Accounts**

- 11.1.1 The Executive Director shall ensure that true accounts are kept of all receipts, credits, payments and assets of the EIYSA and that such account shall be kept in books and in such a place and manner as approved by the Board of Directors and as consistent with accepted accounting practices. Such books shall be opened for the inspection by any member of the EIYSA with the consent of the Board or a Special Resolution of the EIYSA Members. The Board and Executive Director shall have access at all times to such books and records.
- 11.1.2 The banking business of EIYSA shall be transacted at such bank or trust company carrying a banking business as the Board may delegate, appoint or authorize from time to time. All expenditures and cheques drawn on the accounts must bear two signatures of the President, the Vice-President, the Treasurer, and the Executive Director who have been designated as EIYSA Signing Officers.
- 11.1.3 The Treasurer shall file the necessary documents with the bank or trust company that identify the current authorized signing authorities.
- 11.1.4 Except for transactions specifically resulting from the regular operations of the EIYSA, a motion must be approved at a meeting of the Board before a cheque can be written or an account paid from the funds of the EIYSA.
- 11.1.5 Unless authorized by the Board of Directors, no Member, Director, or Officer of the EIYSA shall receive any remuneration for his services. However, Members, Directors, and Officers may be reimbursed by the EIYSA for expenses incurred by such Members, Directors, and Officers in the performance of their duties, provided the expense has been authorized by the Board or the Executive Director and a receipt(s) for such expense has been provided.
- 11.1.6 No Signing Officer shall sign, on behalf of the EIYSA, a cheque made out to the Signing Officer, or their company, employer or family member.
- 11.1.7 No Signing Officer shall sign a cheque unless it has been duly completed prior to the signing.

### **11.2 Financial Reports / Accounts Review**

- 11.2.1 The books, accounts and records of the EIYSA shall be audited each year by two members of the EIYSA elected for that purpose at the previous Annual General Meeting and audited every five years by a duly qualified accountant. The Executive shall name the accountant(s) for the following fiscal year in the first Committee meeting immediately following the Annual General Meeting.
- 11.2.2 The year-end of the Association shall be October 31.



## **ARTICLE 12 - AMENDING BYLAWS, RULES AND REGULATIONS**

### **12.1 Bylaws**

12.1.1 These Bylaws may be amended by a Special Resolution at any Annual General Meeting or at a Special General Meeting of the EIYSA. The Special Resolution must be approved by a special majority vote of not less than three-fourths (3/4) of such Members entitled to vote and as are present in person at the Annual General Meeting or at a Special Meeting called for this purpose.

12.1.2 The proposed resolution to amend Bylaws must be sent to the Members at least twenty-one (21) days in advance of the Annual General Meeting or Special Meeting at which they will be discussed.

12.1.3 The amended Bylaws take affect upon:

- a) Approval of the Special Resolution at the Annual General Meeting, or the Special Meeting, and
- b) Acceptance by the Corporate Registry of Alberta.

### **12.2 Rules and Regulations**

12.2.1 The Rules and Regulations may be amended at the Annual General Meeting or a Special General Meeting called expressly for that purpose.

12.2.2 Changes to the Rules and Regulations must be approved by a majority vote of the Voting Members:-

## **ARTICLE 13 - DISSOLVING THE EIYSA**

13.1.1 If the EIYSA is dissolved, any remaining funds or assets remaining after paying all debts shall be paid to non-profit associations with similar cause and objects.