

### MEMBERSHIP

1. The following persons are entitled to membership in Sedgewick Minor Ball Society, hereinafter called "SMBS" or the "Society":
  - a. Parents or guardians of any player registered to play with SMBS;
  - b. All participants, coaches and players registered with SMBS programs;
  - c. All persons who volunteer their services for SMBS and who pay the annual fee determined by the Executive;
  - d. All life members of SMBS. The life members being individuals elected at the Annual General Meeting by 2/3rds majority vote of the members voting thereon.
2. Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary. If any member is in arrears for fees or assessments for any year, such member shall be automatically suspended at the expiration of six months from the end of such year and shall thereafter be entitled to no member privileges or powers in the Society until reinstated. Any member upon a majority vote of all members of the Society in good standing may be expelled from membership for any cause which the Society may deem reasonable.

### BOARD OF DIRECTORS

3. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the Society.
4. The Board 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 Society, and meetings of the Board shall be held as often as may be required and shall be called by the President. A special meeting may be called on the instructions of any two members provided they request the President in writing to call such meetings, and state the business to be brought before the meeting. Meetings of the Board shall be called with 10 days notice given in writing by mail to each board member or by three days notice by telephone, email or text message. Any four members shall constitute a quorum for a meeting of the Board, and meetings shall be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.
5. A person appointed or elected a director becomes a director if they were present at the meeting when being appointed or elected, and did not refuse the appointment. They may also become a director if they were not present at the meeting but consented in writing to act as director before the appointment or election, or within 10 days after the appointment or election, or if they acted as a director pursuant to the appointment or election.

6. Any Director or officer, upon a majority vote of all members in good standing, may be removed from office or any cause which the Society may deem reasonable.

### **PRESIDENT**

7. The President shall be ex-officio a member of all Committees. He/she shall, when present, preside at all meetings of the Society and of the Board. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

### **SECRETARY**

8. It shall be the duty of the Secretary to attend all meetings of the Society and of the Board, and to keep accurate minutes of the same. He/she shall have charge of the Seal of the Society, which whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of the death or inability of either to act, by the Vice-President. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence of the Society and be under the direction of the President and the Board. The Secretary shall also send all notices of the various meetings as required.

### **TREASURER**

9. The Treasurer shall collect and receive the annual dues or assessment levied by the Society. He/she will receive all monies paid to the Society and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He/she shall properly account for the funds of the Society and keep such books as may be directed. He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual General Meeting a statement duly audited of the financial position of the Society and submit a copy of the same to the Secretary for the records of the Society. The Office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.

### **REGISTRAR**

10. The Registrar shall coordinate the registration of all players and participants in SMBS programs in accordance with the policies and guidelines of SMBS, Baseball Alberta and Softball Alberta. He/she will maintain a record of all members of the Society and their addresses.

### AUDITING

11. The books, accounts and records of the Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Society elected for that purpose at the Annual General Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual General Meeting of the Society. October 31 in each year shall be the end of the fiscal year of the Society.
12. The books and records of the Society may be inspected by any member of the Society at the Annual General Meeting or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

### MEETINGS

13. SMBS shall hold an Annual General Meeting on or before April 1st in each calendar year, of which notice shall be delivered in writing by mail or email at least 14 days prior to the date of the meeting to each member's last known address. At this meeting, there shall be elected a President, Vice-President, Secretary, Treasurer, (or Secretary/Treasurer), Registrar, and two directors. The officers and directors so elected shall form a Board, and shall serve until their successors are elected and installed. The President and Treasurer shall be elected in even years and the Vice-President, Secretary, and Registrar shall be elected in odd years. Any vacancy occurring during the year shall be filled at the next general meeting, provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office of the Society.
14. General meetings of the Society may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing to the last known address of each member, delivered by mail or email at least 8 days prior to the date of such meeting. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting. Notice for any special meeting shall be given by mail or email delivered to the last known address of each member at least 8 days prior to the meeting.
15. Four members in good standing shall constitute a quorum at any meeting.

# SEDGEWICK MINOR BALL SOCIETY

## Society Bylaws

January 15, 2025

### VOTING

16. All members except player members who have not withdrawn from membership nor have been suspended nor expelled shall be entitled to attend and vote at and only at all Annual Meetings, General Meetings and Special Meetings of SMBS. Such votes must be made in person and not by proxy or otherwise.

### REMUNERATION

17. Unless authorized at any meeting and after notice for same shall have been given, no officer, director, or member of the Society shall receive any remuneration for his/her services.

### BORROWING POWERS

18. For the purposes of carrying out its objects, the Society may borrow or raise 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 Society, and in no case shall debentures be issued without the sanction of special resolution of the Society.

### BYLAWS

19. The Bylaws may be rescinded, altered or added to by a "Special Resolution".

Adopted and signed this 15<sup>th</sup> day of January, 2025.

	<u>First and Last Name</u> <u>(printed)</u>	<u>Signature</u>
President	<u>James Steil</u>	<u>[Signature]</u>
Vice-President	<u>Sherry Galletly</u>	<u>[Signature]</u>
Secretary	<u>Janine Eckstrand</u>	<u>[Signature]</u>
Treasurer	<u>Amanda Rahmoun</u>	<u>[Signature]</u>