



Karate Alberta Association

Bylaws

April 15, 2012

Contents

REVISION HISTORY	5
BYLAW 1. GENERAL	6
1.1 Name	6
1.2 Head Office	6
1.3 Financial Matters	6
1.3.1 Audits	6
1.3.2 Borrowing	6
1.4 Corporate Seal	6
1.5 Inspection of the Books and Records	6
1.6 Definitions	6
BYLAW 2. MEMBERSHIP	7
2.1 Types and Qualifications of Membership	7
2.1.1 Club	7
2.1.2 Individual	7
2.1.3 Honorary Member	7
2.2 New Club Applications	7
2.3 Probationary Membership	7
2.4 Registration	8
2.4.1 Club	8
2.4.2 Individual	8
2.4.3 Dues	8
2.4.4 Register	8
2.5 Good Standing	8
2.6 Eligibility for Nomination or Appointment	9
2.7 Resignation of Members	9
2.8 Individual Membership in Karate Canada	9
BYLAW 3. ANNUAL GENERAL, GENERAL AND SPECIAL MEETINGS	10
3.1 Annual General Meeting	10

3.2	General Meeting	10
3.3	Special Meeting	10
3.4	Members Entitled to be Present	10
3.5	Notice of Meetings	10
3.6	Chairperson	10
3.7	Secretary	11
3.8	Minutes of Meetings	11
3.9	Quorum	11
3.10	Voting	11
3.10.1	General	11
3.10.2	Eligibility to Vote	12
3.10.3	Voting by the Chairperson	12
3.10.4	Proxies	12
BYLAW 4.	BOARD OF DIRECTORS	13
4.1	General	13
4.2	Term of Office	13
4.3	Officers	13
4.4	Directors	13
4.4.1	Elected Directors	13
4.4.2	Non-Voting Directors	13
4.4.3	Duties	14
4.5	Payment and Expenses of Officers and Directors	14
4.6	Qualifications of Officers and Directors	14
4.6.1	General	14
4.6.2	Willingness	14
4.6.3	Special Limitations	14
4.7	Election of Officers and Directors	14
4.7.1	Order of Election	14
4.7.2	Scrutineers	14
4.7.3	Officers	15
4.7.4	Directors	15
4.8	Resignation and Absence of Officers and Directors	15
4.9	Removal of Officers and Directors	15
4.10	Filling Vacancies of Officers and Directors	15

4.11 Meetings	16
4.11.1 General	16
4.11.2 Members Entitled to be Present	16
4.11.3 Notice of Meetings	16
4.11.4 Chairperson	16
4.11.5 Secretary	16
4.11.6 Minutes of Meetings	17
4.11.7 Quorum	17
4.11.8 Voting	17
BYLAW 5. COMMITTEES	18
5.1 General	18
5.2 Standing Committees	18
5.2.1 Bylaw Committee	18
5.2.2 Technical Committee	18
5.2.3 Coaching Committee	18
5.2.4 Officials Committee	18
5.2.5 Tournament Committee	19
5.2.6 Communications Committee	19
5.3 Meetings	19
5.3.1 General	19
5.3.2 Members Entitled to be Present	19
5.3.3 Notice of Meetings	19
5.3.4 Chairperson	19
5.3.5 Secretary	19
5.3.6 Minutes of Meetings	20
5.3.7 Quorum	20
5.3.8 Voting	20
BYLAW 6. DISCIPLINE OF MEMBERS	21
6.1 Suspension	21
6.2 Expulsion	21
6.3 Grounds for Suspension and Expulsion	21
6.4 Club Suspension or Expulsion	21
6.5 Hearings	21
6.5.1 Notice	21
6.5.2 Representation or Response	22
6.5.3 Decision	22
6.5.4 Temporary Suspension	22
6.6 Appeals	22
6.6.1 Grounds for Appeal	22
6.6.2 Request for Appeal	22
6.6.3 Notice	22
6.6.4 Representation or Response	22
6.6.5 Decision	22

6.7	Appeals to Karate Canada	23
6.7.1	Grounds for Appeal	23
6.7.2	Request for Appeal	23
6.7.3	Decision	23
6.7.4	Costs	23
6.8	Discipline Imposed by Karate Canada	23
BYLAW 7.	BILL OF RIGHTS	24
7.1	Board of Directors	24
7.2	Competitors	24
7.3	Officials	24
7.3.1	Opportunity	24
7.3.2	Conduct	24
7.3.3	Candidates for Certification as Officials	24
BYLAW 8.	ADMINISTRATIVE PROCEDURE	25
8.1	Rules of Order	25
8.2	Bylaws	25
8.2.1	Definition	25
8.2.2	Amendments	25
8.3	Regulations	25
BYLAW 9.	DISSOLUTION	26

Revision History

- Revised February 15, 1993, by Bylaw Review Committee.
- Amended and accepted May 8, 1993, by Board of Directors.
- Ratified June 27, 1993, Annual General Meeting.
- Deficient November 25, 1993, Corporate Registry.
- Revised March 2, 1994, by Bylaw Review Committee.
- Revised November 25, 1994, by Bylaw Review Committee.
- Revised September 15, 1995, by Bylaw Review Committee.
- Revised February 29, 1996, by Bylaw Review Committee.
- Approved and filed June 28, 1996, Corporate Registry.
- Revised March 24, 2001, Bylaw Review Committee.
- Ratified May 27, 2001 Annual General Meeting.
- Deficient November 21, 2001, Corporate Registry.
- Revised December 31, 2001, by Bylaw Committee (as per Corporate Registry).
- Approved and filed January 21, 2002, Corporate Registry.
- Revisions proposed May 18, 2004, Bylaw Committee.
- Revisions approved June 6, 2004, Annual General Meeting.
- Revisions approved June 5, 2005, Annual General Meeting.
- Removed Mission, August 19, 2005, per Corporate Registry.
- Approved and filed November 4, 2005, Corporate Registry.
- Revisions proposed April 15, 2012, Bylaw Committee.
- Revisions approved June 2, 2012, Annual General Meeting.

Bylaw 1. General

1.1 Name

The name of the Society is Karate Alberta Association. It is known as Karate Alberta, and may be referred to as KAA. In the present bylaws, it is also referred to as the Association.

1.2 Head Office

The head office shall be in the Province of Alberta and at such place therein as the Board of Directors may from time to time decide.

1.3 Financial Matters

1.3.1 Audits

The books of the Association shall be audited annually before the annual general meeting, by an auditor appointed for this purpose.

1.3.2 Borrowing

The Association may borrow money from a legitimate financial institution when directed to do so by the Board, after approval of the membership at a general meeting.

1.4 Corporate Seal

The secretary of the Association shall keep the corporate seal. An officer of the Association may use the corporate seal.

1.5 Inspection of the Books and Records

Any member in good standing may inspect the books and records of the Association at any time by giving due notice to the President and Secretary.

1.6 Definitions

A *style association* is an organisation of members who study a particular curriculum of karate. Karate Canada maintains a list of the style associations it recognises. Karate Alberta will use this list as needed.

Bylaw 2. Membership

2.1 Types and Qualifications of Membership

2.1.1 Club

Membership in Karate Alberta is by club. No individual may join except through a registered club.

To be eligible for membership a club must have a minimum of 2 members.

Category A Club: The karate taught and practised must be authentic traditional karate recognised by the technical committee or Karate Canada. Additional qualifications may be as set from time to time by the membership.

Category B Club: The qualifications for this category will be as set from time to time by the membership.

2.1.2 Individual

Members of a registered club in good standing become a member of Karate Alberta upon Karate Alberta's receipt of the required application form(s) and dues. A Karate Alberta member must be a member of a registered club. To be eligible for membership, an individual must be a resident of Alberta.

2.1.3 Honorary Member

The distinction of Honorary Member shall be given to those persons as the Board may from time to time decide. Honorary Members do not need to be members of a club nor be residents of Alberta. They will not be required to pay any membership fees or dues. They shall not be entitled to vote but will receive notice and may attend all Annual General Meetings, General Meetings and Special Meetings of the Association.

2.2 New Club Applications

A new club applying for registration shall furnish such information on its instructors' karate training history, certificates, style association, affiliations with other organisations, grading systems, syllabus and other pertinent information as the technical committee shall require. The technical committee is responsible for evaluating the karate being taught and practised, as per Bylaw 2.1.

The Board is responsible for evaluating non-technical aspects of the application, such as but not limited to, intention to register all students and instructors, attitude and behaviour.

No club will be admitted until the technical committee and Board have approved the application. Once admitted, a club must register every one of its students and instructors.

2.3 Probationary Membership

After a new club's application has been approved as per Bylaw 2.2, the club's initial registration with Karate Alberta is probationary for a period of 12 months, which period commences with Karate Alberta's acceptance of that registration and payment of applicable dues.

If a new club is being instructed by someone who is currently a member in good standing of the Association, registered in a non-probationary club or Karate Canada then the requirement for the probationary period may be waived subject to the approval of both the technical committee and the Board.

2.4 Registration

2.4.1 Club

Club membership is annual and runs from January 1st to December 31st. A club must re-register by January 1st. Failure of a club to re-register by the deadline will be accepted as the club's resignation from Karate Alberta. If a club resigns in this manner, the individual members are eligible to apply to Karate Alberta through another club, subject to Bylaw 2.1.

Registrations are not complete if the forms are in any way incomplete or cheques dishonoured. Failure of a club to comply with all requirements for annual registration or registration updates will result in automatic suspension unless the Board expressly grants an extension, which may be on such conditions as it sets.

A club must register both itself and all its students and instructors. A club must ensure that all its students and instructors are members of Karate Alberta through that club or another member club.

2.4.2 Individual

Individual membership is annual and runs from January 1st to December 31st.

When a new student or instructor joins a club, the club has 60 days to register that member with Karate Alberta.

An individual leaving a registered club must re-register with Karate Alberta through another club within 90 days. Failure to do will be accepted as the individual's resignation from Karate Alberta.

2.4.3 Dues

Every club shall pay the annual club dues. Every club's students and instructors shall pay the annual individual dues. It is the responsibility of the club to register and send in the dues of all its students and instructors.

Dues may only be set at an annual general meeting or a general meeting.

Individual dues may vary depending on junior or adult status and kyu or black belt rank.

Dues shall only be paid for an individual member once per membership year.

2.4.4 Register

A register shall be kept of the dues paid by clubs and members.

2.5 Good Standing

A member is in good standing provided that the member:

- i. Has not ceased to be a member;
- ii. Has not been suspended or expelled from membership, or had other membership restrictions or sanctions imposed;
- iii. Has completed and remitted all documents as required by Karate Alberta;
- iv. Has complied with the bylaws, policies and rules of Karate Alberta;
- v. Is not currently subject to disciplinary action by Karate Alberta, or if subject to disciplinary action previously, has fulfilled all terms and conditions of such disciplinary action to the satisfaction of the Board; and
- vi. Has paid all required membership dues or debts to Karate Alberta.

2.6 Eligibility for Nomination or Appointment

Members must be in good standing and registered through a non-probationary Category A Club to be nominated or elected to any voting Board position.

Members must be in good standing and registered through a non-probationary club to be appointed to any other position.

2.7 Resignation of Members

Any member may resign at any time by notifying the Board in writing.

2.8 Individual Membership in Karate Canada

An individual member of Karate Alberta is a member of Karate Canada.

Bylaw 3. Annual General, General and Special Meetings

3.1 Annual General Meeting

A general meeting of the membership, designated as the annual general meeting, shall be held in the second quarter of each year, at such date and time as the Board determines. The meeting shall review the affairs of the Association since the last general meeting, hear and receive the Board's reports, hold election of officers and directors at every second year's meeting, and transact such other business as may properly be brought before it.

3.2 General Meeting

A general meeting of the membership may be called when in the opinion of the Board there shall be such business to transact as calls for the meeting.

3.3 Special Meeting

A special meeting shall be held within 90 days of the Board receiving written notice to call a meeting, signed by not less than 10 registered members in total, in good standing, representing at least 5 clubs in good standing, which written notice shall specify the business requested to be transacted. Only the specified business may be transacted.

3.4 Members Entitled to be Present

All registered members in good standing are entitled to attend and participate at annual general meetings, general meetings, and special meetings. Meetings are not open to non-members except by invitation of the Board.

3.5 Notice of Meetings

Notice of an annual general meeting, general meeting, or a special meeting is sufficiently given if published in the Board's minutes if distributed to registered clubs via email, or mailed by regular mail 30 or more days before the meeting.

Notice may also be given by being directly emailed to registered clubs, or regular mail posted to all registered clubs in good standing at least 30 days before the meeting.

No inadvertent error or omission in giving notice shall invalidate any such meeting or its proceedings.

The address for mailing shall be the last address recorded in the books of the membership officer.

3.6 Chairperson

The president shall preside at the annual general meetings, general meetings and special meetings unless the president designates another to chair such meeting. The president shall preside and maintain order and decorum, and may limit debate or discussion. In the absence or

incapacity of the president and the vice-president, the secretary shall call the meeting to order and preside over it.

The Board may select a chairperson for an annual general, general or special meeting from outside the membership. This selection would be done in order to have a more suitably skilled chairperson at these meetings. Under these circumstances, the chairperson would not have a vote.

The chairperson may turn the chair over to the next designated person in order to speak to a motion.

3.7 Secretary

In the absence of the Association's secretary to record the annual general meeting, general meeting or special meeting, the chairperson shall appoint someone present to perform the duties of secretary.

3.8 Minutes of Meetings

Minutes shall be kept to record all business conducted at any annual general meeting, general meeting or special meeting. The minutes shall be published promptly and circulated to the Board, committees and all clubs registered and in good standing. So far as possible, clubs shall post the minutes or make them available for reading by their students.

3.9 Quorum

A quorum is the minimum number of members required to be present to enable a meeting to conduct its business. A quorum must be present throughout the entire meeting, or the meeting cannot proceed or continue. If at any meeting a quorum is not present or does not remain in attendance, the chairperson must adjourn the meeting and announce the time, place and date at which it will re-convene.

To constitute a quorum of the annual general meeting or general meeting or special meeting, 15 voting members must be present.

If a quorum is not present at the scheduled time for election of officers and directors at an annual general meeting, the membership can adjourn, fix the time to which to adjourn, recess, or take measures to obtain a quorum.

3.10 Voting

3.10.1 General

Voting by members at an annual general meeting or a general meeting or a special meeting shall be by show of hands or by a standing vote, wherein those voting stand to record their vote and remain standing until they are counted, as the chairperson shall determine, when voting on any motion.

Voting shall be by secret, written ballot if requested by anyone present or if the chairperson directs.

3.10.2 Eligibility to Vote

Members must be in good standing and registered through a non-probationary Category A Club to vote.

There shall be prepared a current list of all eligible members registered 30 days prior to the annual general meeting, general meeting, or special meeting. Only those members may vote in person or by proxy.

If the member is under the age of 16 at the time of the meeting, then their parent or legal guardian is entitled to attend the meeting and vote on their behalf.

3.10.3 Voting by the Chairperson

The chairperson may vote a personal vote and proxies when the vote is by secret ballot. The chairperson may only vote a personal vote when the vote is by non-secret ballot and only to make or break a tie.

3.10.4 Proxies

A member appearing on the registration list referred to in Bylaw 3.10.2, and who is 16 years of age or older at the time of the meeting, may vote in person or by proxy, at an annual general meeting, general meeting, or special meeting. A member appearing on the registration list referred to in Bylaw 3.10.2, and who is under the age of 16 at the time of the meeting, may have their parent or legal guardian vote on their behalf, in person or by proxy, at an annual general meeting, general meeting, or special meeting.

The proxy must specify clearly the date and meeting for which it is given, to whom the proxy is given, and the person to whom it is given must be a registered member eligible to vote.

At the time of annual registration, a club may specify a registered member eligible to vote as the automatic proxy holder for the entire club. If a club does this, then the designated person shall automatically hold all the proxies for all club members entitled to vote, except for those members who choose to exercise their own vote in person or by a proxy holder of their own choice. If a club's automatic proxy holder, if any, fills out a proxy form, then the person to whom they have assigned their proxy will now be the club's automatic proxy holder.

Prior to the commencement of the annual general meeting, general meeting, or special meeting, all proxies must be registered with the membership officer or other designated person, to validate the proxy.

No one shall be required or obligated to sign any proxy for any provincial or national meeting.

Bylaw 4. Board of Directors

4.1 General

The Board of Directors, also referred to as the Board, is comprised of the elected officers and elected directors, who shall meet regularly and manage the Association's affairs. Between annual general meetings or general meetings, the Board is the governing body of the Association.

4.2 Term of Office

Officers shall be elected every two years, at each second annual general meeting, and shall hold office until their successors are elected and installed.

There shall be five voting directors elected at the same time as the election of officers, and they shall hold office until their successors are elected and installed.

4.3 Officers

The officers shall be: president, vice-president, secretary, treasurer, and membership officer.

President - subject to the authority of the Board, the president shall be chief executive officer and be charged with the general management and supervision of the affairs and operation of the Association.

Vice-President - the vice-president shall assist the president and in the absence or incapacity of the president, shall preside and perform the duties of that office. The vice-president will perform such additional duties as directed by the Board from time to time.

Secretary - the secretary shall attend and be responsible for recording the minutes of all Board meetings, annual general meetings, general meetings and special meetings and shall publish them to the Board, committees, clubs and others as directed by the Board.

Treasurer - the treasurer shall keep full and accurate accounts of all receipts and disbursements, and deposit all monies in the name or to the credit of the Association. The treasurer shall render to the Board at its regular meetings and to the membership at the annual general meetings, an up-to-date account of same.

Membership Officer - the membership officer shall keep full and accurate accounts of all membership documents, shall validate participation in all Karate Alberta events, and shall turn all membership dues over to the treasurer for deposit.

4.4 Directors

4.4.1 Elected Directors

The five elected directors together with the officers shall manage the affairs of the Association.

4.4.2 Non-Voting Directors

The Board may appoint additional persons as non-voting directors with the same rights and responsibilities as elected directors except for the right to vote at Board meetings. They are not

chosen by election but by the Board at or subsequent to an annual general meeting or general meeting.

Appointments may be made to utilize volunteer resources.

Non-voting directors shall hold office from the time of appointment until the next election of officers and directors.

4.4.3 Duties

The Board may designate from among the elected or non-voting, appointed directors, one or more to serve as directors with responsibility for the following: junior development, committees, or other specific responsibilities.

4.5 Payment and Expenses of Officers and Directors

Officers and directors will not be paid for the performance of their duties, but may have their expenses reimbursed.

4.6 Qualifications of Officers and Directors

4.6.1 General

Except as herein and Bylaw 2.6 provide, any member in good standing of at least 18 years of age, regardless of kyu or black belt rank and registered through a non-probationary club is eligible for any elected office.

Any elected officer may stand for re-election to the same or other office, at the next election.

4.6.2 Willingness

Candidates must be present to be nominated, or a signed letter by the candidate must be presented indicating their willingness to be nominated for a specific position(s). In circumstances of extreme necessity the Bylaw Committee may, but is not bound to, waive this condition.

4.6.3 Special Limitations

No more than three voting members of the Board of Directors shall be members of, or affiliated with, the same style association.

4.7 Election of Officers and Directors

4.7.1 Order of Election

The order of election shall be president, vice-president, secretary, treasurer, membership officer, and five directors.

4.7.2 Scrutineers

Scrutineers shall be appointed by the chairperson, who may themselves be eligible to vote and who may vote. The scrutineers shall not announce publicly the numerical total of votes for each candidate but shall simply report to the chairperson the numerical votes.

4.7.3 Officers

Officers shall be elected by closed, written ballot. A candidate may not be nominated for office, if their election or acclamation would violate Bylaw 4.6.3.

If only one is nominated for an office, such person shall be declared elected by acclamation without the holding of a vote. If more than three candidates stand for election for any office, there shall be a second vote in which the candidates shall be the three candidates obtaining the largest number of votes. To be elected to office, a candidate need not obtain a majority of the votes cast but simply a larger number of votes than any other candidate. The candidate obtaining the largest number of votes, either on the first ballot if not more than three stand for election or on the second ballot, shall be declared elected.

4.7.4 Directors

Five directors shall be elected by closed, written ballot. A candidate may not be nominated as a director, if their election or acclamation would violate Bylaw 4.6.3.

If there are more than 5 nominations for the 5 voting director positions, then a vote shall be held. Each eligible voter may cast a vote for a maximum of 5 candidates. Subject to Bylaw 4.6.3, the candidates who receive the five highest number of votes shall be declared elected. To achieve this, the candidates shall be deemed elected in order as processed from most to least votes. If deeming a candidate as elected would violate Bylaw 4.6.3, then that candidate will not be deemed as elected, and a revote will be held for the remaining positions. In the case of a revote, any previously nominated candidates still eligible under Bylaw 4.6.3 for election remain as candidates unless they withdraw their nomination; additional candidates may be nominated.

4.8 Resignation and Absence of Officers and Directors

Any officer, elected director or non-voting director may voluntarily resign.

Any officer or director absent from three consecutive Board meetings, or four meetings within the term of office, or who fails annual registration or whose club defaults in registration, is deemed to have tendered a resignation, which the Board may accept. For the purposes of this bylaw, an annual general meeting or general meeting is included in calculating absence from a meeting. The Board, by simple majority of those present and voting, shall determine whether to accept the resignation. Any vote not to accept the resignation does not preclude the Board subsequently voting to accept the resignation if there is any further absence.

4.9 Removal of Officers and Directors

An officer or director may be removed for just cause, including conflict of interest. Removal for cause may be by simple majority vote of those present and voting at a Board meeting, which is valid unless reversed by an annual general meeting, or a general meeting convened pursuant to Bylaw 3.5.

4.10 Filling Vacancies of Officers and Directors

If the office of president becomes vacant, the vice-president shall assume the duties of that office. Any vacancy in the office of vice-president, secretary, treasurer, or membership officer

shall be filled by simple majority election by the Board from among its own numbers or, failing that, from the general membership.

The Board by simple majority election of those present and voting may appoint from the general membership any person to fill any vacancy among the elected directors.

A vacancy shall be filled until the next annual general meeting at which there is a quorum, when the vacancy shall be filled by election.

4.11 Meetings

4.11.1 General

The Board shall meet regularly and at least four times per year at such place as it may from time to time determine.

At each meeting it shall fix in advance the date and time of at least the next meeting, unless same cannot reasonably be done, in which case the secretary or president shall be responsible for notifying the Board of the date and time. A Board meeting may be held immediately following an annual general meeting or if not, within 45 days thereafter.

4.11.2 Members Entitled to be Present

Meetings of the Board are open to all registered members in good standing. Such members may not participate unless and only to the extent permitted by the chairperson. Meetings are not open to non-members except by invitation of the Board.

4.11.3 Notice of Meetings

Notice of a Board meeting is sufficiently given if called with 21 days notice, or such lesser period of notice as long as all Board members unanimously agree. Notice may be given in writing or by telephone, or by such other means the Board members unanimously agree upon. Any notice by the Board of any meeting shall specify the general nature of the business to be transacted and the commencement and adjournment time of the meeting.

4.11.4 Chairperson

The president shall preside at all meetings of the Board unless the president designates another to chair such meeting. The president shall preside and maintain order and decorum, and may limit debate or discussion. In the absence or incapacity of the president and the vice-president, the secretary shall call the meeting to order and preside over it.

The chairperson may turn the chair over to the next designated person in order to speak to a motion.

4.11.5 Secretary

In the absence of the Association's secretary to record meetings of the Board, the chairperson shall appoint someone present to perform the duties of secretary.

4.11.6 Minutes of Meetings

Minutes shall be kept to record all business conducted at any Board meeting. The minutes shall be published promptly and circulated to the Board and all clubs registered and in good standing. So far as possible, clubs shall post the minutes or make them available for reading by their students.

4.11.7 Quorum

A quorum is the minimum number of members required to be present to enable a meeting to conduct its business. A quorum must be present throughout the entire meeting, or the meeting cannot proceed or continue. If at any meeting a quorum is not present or does not remain in attendance, the chairperson must adjourn the meeting and announce the time, place and date at which it will re-convene.

The minimum number to constitute a quorum of the Board is 5, 2 of whom must be officers.

4.11.8 Voting

Votes may be by a show of hands, by means of which the affirmative and negative votes are clearly visible to all. Voting shall be by secret, written ballot if requested by any one present or if the chairperson directs.

There need not be a formal recording of votes at meetings of the Board. It is sufficient that a motion be passed by a simple majority of the votes of all present. An abstention shall not be counted as a vote. In the case of an equal number of votes cast for and against a motion, the motion shall be considered defeated.

There shall be no voting by proxies; only Board members present at the meeting may vote.

If the chairperson is a voting member of the Board, then he/she may cast their vote during any vote of the Board.

Bylaw 5. Committees

5.1 General

At all times committees, and any subcommittees, are subject to and shall report to the Board. Membership on any committee is solely by appointment of and subject to removal by the Board. To be eligible for appointment to a committee, a person must be at least 18 years of age.

The president is ex officio a non-voting member of every committee. The President may be an active, voting member of a committee if specifically appointed to the committee.

5.2 Standing Committees

Permanent committees may be established with designated responsibilities.

5.2.1 Bylaw Committee

There shall be a permanent committee to oversee compliance with the Bill of Rights and administration of the bylaws. The committee shall oversee voter registration and voting procedures at annual general meetings and general meetings. It shall review the bylaws and regulations from time to time, to determine whether changes are required by way of amendment, alteration, variation, replacement, repeal or re-enactment, and to make recommendations. It shall regulate all disciplinary action, and make recommendations to the Board on this subject.

5.2.2 Technical Committee

There shall be a permanent committee, comprised of technically qualified instructors and other members as needed to carry out its duties. The committee shall provide learning and instructional opportunities, and evaluate and make recommendations to the Board on all technical karate matters, including all new club applications.

5.2.3 Coaching Committee

There shall be a permanent coaching committee, comprised of the selected coaches and other members as needed to carry out its duties. The committee shall identify prospective adult and junior athletes and encourage training and competition opportunities. The committee shall assist in the annual selection of the provincial team and be responsible for its training, organization, travel and discipline.

5.2.4 Officials Committee

There shall be a permanent officials committee, comprised of the selected officials and other members as needed to carry out its duties. The committee shall maintain a program for instructing and provincially certifying officials, governing the conduct of officials in the performance of their duties, and ensuring the safety of competitors at tournaments. The officials committee may suspend or revoke an official's certification and may limit the participation of competitors for safety reasons.

5.2.5 Tournament Committee

There shall be a permanent tournament committee. The committee shall be responsible for organising and staffing tournaments in Alberta.

5.2.6 Communications Committee

There shall be a permanent communications committee. The committee shall be responsible for communicating information to members of the Association and to the general public about our Association.

5.3 Meetings

5.3.1 General

At each meeting the committee shall fix in advance the date and time of at least the next meeting, unless same cannot reasonably be done, in which case the Chairperson or Secretary of the committee shall be responsible for notifying the committee members of the date and time.

The business of a committee shall not be conducted except at its meetings, and no item of business is valid unless fully recorded in the committee's minutes and subsequently approved by the Board. The Board may accept in whole or in part the committee's recommendations and may subsequently alter or rescind its acceptance.

5.3.2 Members Entitled to be Present

Meetings of committees are not open to members except by invitation of the committee, except for the president who is a member ex officio, or for his designate if he cannot attend, and except for the committee's secretary if appointed from outside its members.

5.3.3 Notice of Meetings

Notice of a Committee meeting will be the same as for the Board, which applies mutatis mutandis.

5.3.4 Chairperson

The Board shall appoint from time to time the chairperson of committees, and may rotate that position.

The chairperson may turn the chair over to the next designated person in order to speak to a motion.

5.3.5 Secretary

A committee's secretary shall be appointed by the Board, who may appoint from among or outside the members of the committee. In the absence of a committee's secretary to record minutes of the committee meeting, the chairperson of the committee shall appoint someone present to perform the duties of the secretary.

5.3.6 Minutes of Meetings

Minutes shall be kept to record all business conducted at any committee meeting. The minutes shall be published promptly and circulated to the Board and all clubs registered and in good standing. So far as possible, clubs shall post the minutes or make them available for reading by their students.

5.3.7 Quorum

A quorum is the minimum number of members required to be present to enable a meeting to conduct its business. A quorum must be present throughout the entire meeting, or the meeting cannot proceed or continue. If at any meeting a quorum is not present or does not remain in attendance, the chairperson must adjourn the meeting and announce the time, place and date at which it will re-convene.

The quorum of any committee is 60% of its entire membership.

5.3.8 Voting

Voting shall be by secret, written ballot if requested by anyone present, including the president or his designate, or if the chairperson directs.

For the benefit of the Board, the number of votes for and against a motion shall be recorded. It is sufficient that a motion be passed by a simple majority of all present and voting. An abstention shall not be counted as a vote. In the case of an equal number of votes cast for and against a motion, the motion shall be considered defeated.

There shall be no voting by proxy or without a quorum.

If the chairperson is a member of the committee, then he/she may cast their vote during any vote of the committee.

Bylaw 6. Discipline of Members

6.1 Suspension

Upon suspension a club or member loses all rights of membership. Suspension may be lifted conditionally or unconditionally by the Board, upon which the club or member's rights are reinstated subject to any imposed conditions.

6.2 Expulsion

Expulsion is total removal from and a casting out from the Association.

6.3 Grounds for Suspension and Expulsion

The Board may suspend or expel any club or any member for any one of the following:

- i. non-payment of dues or any other fees
- ii. dishonoured cheques
- iii. failure to properly and timely register every student and instructor
- iv. participation in any unnecessary physical brawl or fight or use of karate other than for self-defence
- v. action contrary to the bylaws, codes of conduct, or standards of behaviour as defined by the Association or Karate Canada
- vi. conviction for a criminal offence.
- vii. failure to comply with any imposed conditions associated with a previously lifted suspension
- viii. failure to comply with any imposed sanctions resulting from an investigation into misconduct
- ix. failure to co-operate in a timely manner with the reasonable requests of the Bylaw Committee in matters pertaining to an investigation into misconduct

6.4 Club Suspension or Expulsion

If a club is suspended or expelled, its members cease to be members of Karate Alberta, and dues paid are forfeited. Upon a club's suspension or expulsion the rights of all its students and instructors are lost unless they register with Karate Alberta through a club in good standing.

6.5 Hearings

6.5.1 Notice

The Board shall give a minimum of 30 days notice of any hearing, excluding the day of sending but which may include the last day, at which it is proposed to suspend or expel a club or individual member under Bylaw 6.3. Notice will be sent to the club's or individual member's last known address. Notice is valid as long as proof of sending notice can be demonstrated.

Notice shall specify the time and place of the hearing and the club or member's conduct or reason for the hearing.

6.5.2 Representation or Response

A representative of the club or the individual member may appear in person or provide a written response. The hearing may proceed whether or not a representative of the club or the individual member appears or provides a response.

6.5.3 Decision

A written decision must be sent to the club or individual member within 30 days of the hearing.

6.5.4 Temporary Suspension

Notwithstanding the above, in cases of necessity such as the potential safety others, a temporary suspension may be imposed pending enquiry or final resolution of a matter.

6.6 Appeals

6.6.1 Grounds for Appeal

If a club or individual member is suspended or expelled under Bylaw 6.3, then they may apply to Karate Alberta for an appeal on the record. The valid grounds for an appeal are errors or omissions in fact, or errors in procedure.

6.6.2 Request for Appeal

The club or individual member must send a written request to the Board within 30 days of receiving the decision from a hearing, as described under Bylaw 6.5.3. The request must specify the grounds for appeal.

Any suspension or expulsion will be valid and may be in full force and effect pending any such appeal.

Should an appeal request be received by the Board, an appeal hearing shall be arranged.

6.6.3 Notice

The Board shall give a minimum of 30 days notice of any appeal, excluding the day of sending but which may include the last day. Notice will be sent to the club's or individual member's last known address. Notice is valid as long as proof of sending notice can be demonstrated. Notice shall specify the time and place of the appeal.

6.6.4 Representation or Response

A representative of the club or the individual member may appear in person or provide a written response. The appeal may proceed whether or not a representative of the club or the individual member appears or provides a response.

6.6.5 Decision

A written decision must be sent to the club or individual member within 30 days of the appeal.

6.7 Appeals to Karate Canada

6.7.1 Grounds for Appeal

An individual suspended or expelled under Bylaw 6.3 may, after appealing to Karate Alberta, apply to Karate Canada for an appeal on the record. The valid grounds for an appeal are errors or omissions in fact, or errors in procedure.

6.7.2 Request for Appeal

By this bylaw, Karate Alberta cannot bind Karate Canada to hear or respond to an appeal from a member of Karate Alberta.

Any suspension or expulsion will be valid and may be in full force and effect pending any such appeal.

6.7.3 Decision

If Karate Canada hears an appeal governed by this bylaw, and reverses or alters the decision, Karate Alberta is bound by and accepts the Karate Canada ruling.

6.7.4 Costs

At all times any costs or expenses incurred in the appeal cannot be recovered but remain the full responsibility of whoever incurred them.

6.8 Discipline Imposed by Karate Canada

Any suspension, expulsion or other discipline imposed on a member by Karate Canada is fully binding on Karate Alberta as its provincial branch, and shall be given full force and effect.

Bylaw 7. Bill of Rights

7.1 Board of Directors

Every Board member is entitled to full information on all matters pertaining to the Association. A Board member shall be indemnified and saved harmless by the Association against all liabilities, claims, costs and expenses properly incurred in respect to the affairs of the Association and in respect of any action, suit or proceeding against the member for any act or matter made, done or permitted by the member in the proper execution of the affairs of the Association, except when occasioned or caused by dishonesty, wilful neglect or default.

7.2 Competitors

Competitors shall be accorded as safe a tournament as may reasonably be possible, consistent with the volunteer nature of the Association. A medical doctor shall be made available at all sparring events conducted by the Association.

Competitors owe respect to each other and to the officials, and are entitled to compete free of any bias or appearance of bias. There must be no attempt or appearance of attempt to influence any scoring.

7.3 Officials

7.3.1 Opportunity

Every official shall be afforded reasonable opportunity to officiate at Karate Alberta tournaments, to develop and improve skills, and to maintain or advance in grading. Any provincial official certified to referee at the black belt level and judge black belt kata may attend any national level officials' clinic or certification clinic.

7.3.2 Conduct

At any public karate event, tournament or competition every official, whether or not officiating, must remember that propriety or the lack of it, and attitude, words, and moves, bear upon the reputation and public esteem of karatedo. Officials must at such times conduct themselves with dignity, self-possession, courtesy, respect, humility and impartiality.

No official shall comment in any way on the scoring or officiating during a match or the event of which it is a part. Any official who does shall be immediately withdrawn from further officiating at that tournament and shall be referred to the Board for such action as it may take. This rule does not apply to the members of the Officials committee in performance of their duty, or any designate thereof. Any failure to observe the provisions of this bylaw will entitle the Board to suspend or remove the official's certification.

7.3.3 Candidates for Certification as Officials

A candidate must meet the requirements of the officials committee. A candidate is entitled to be shown all his scores for any certification test, written or practical, to know the correct answers to any written questions and the scoring basis for the components of the practical test.

Bylaw 8. Administrative Procedure

8.1 Rules of Order

The rules contained in Robert's Rules of Order shall govern the Association in all cases to which they are applicable and in which they are not in conflict with the bylaws or regulations.

8.2 Bylaws

8.2.1 Definition

Bylaws are standing rules of the Association. The bylaws define the mission, objects and manner in which the Association is constituted and the rules by which the members have agreed to be governed.

8.2.2 Amendments

The bylaws shall be adopted by the first annual general meeting next held after having been first approved by the Board.

After adoption of the bylaws at the annual general meeting they shall only be amended, altered, varied, replaced, repealed or re-enacted by special resolution of the members at an annual general meeting or general meeting and only upon a vote of three quarters of the members actually present and voting, with no proxies allowed. Written notice of any member's proposed amendment must be given to the Board and if proposed by the Board, to the clubs, at least 30 days in advance of the annual general meeting or general meeting, failing which no amendment may be made.

8.3 Regulations

A regulation may be made by a decision of the majority of the Board at two successive meetings but in such event shall only have effect until the next annual general meeting or general meeting at which it must be ratified by a majority vote of the members, with proxies permitted, failing which it shall cease to have effect. A regulation may be made at an annual general meeting or general meeting upon a vote of the majority of the members, with proxies permitted.

Bylaw 9. Dissolution

Upon the dissolution of the Association, after payment of all its debts and liabilities, any remaining assets shall be disposed of to any organization within Alberta which succeeds Karate Alberta as the governing body for amateur karate and if no organization succeeds Karate Alberta, to Karate Canada or its successor, with the provision that the assets be used for the support of amateur karate in the Province of Alberta.

ENACTED AND PASSED this _____ day of _____, _____,

at _____ in the Province of Alberta.

IN WITNESS WHEREOF the Corporation has hereto affixed its corporate seal.

President

Secretary