



The Calgary Spartans Track Club

Incorporated Under the Societies Act of the Province of Alberta

October 7, 1977

Certificate of Incorporation Number 10479

Amended Bylaws as at November 15th, 2025

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Section A - Objectives

We, the Calgary Spartans Track Club, hereby declare that we formed a society under the Societies Act R.S.A. 1970 and that:

1. The name of the society is the Calgary Spartans Track Club.
2. The objective of the society is:
 - a. To provide for the training and competition in track and field of the members and afford opportunity for healthy, friendly and social activities.
 - b. To acquire indoor and outdoor facilities for training and competition purposes.
 - c. To encourage and promote track and field training and competitions.
 - d. To put on clinics for the purpose of developing track and field within the community.
 - e. To provide equipment for carrying on the various objects
 - f. To encourage and foster and develop among its members and coaches a recognition of the importance of developing skills and appreciation of the sport of track and field.
 - g. To sell, manage, lease, mortgage, dispose of, or otherwise deal with the property of the society.

Section B - Bylaws as adopted by the board of directors and approved at the annual meeting, November 14, 2020, Revised.

Article 1 - Name

1.1 The society shall be called the Calgary Spartans Track Club and shall hereinafter be referred to as the "Society".

Article 2 Definitions

In these Bylaws, unless the context otherwise requires:

2.1 "Active Member" - shall have the meaning ascribed thereto in Article 3.2.

2.2 "Annual General Meeting" - shall have the meaning ascribed thereto in Article 7.1.

2.3 "Appeal" - shall have the meaning ascribed thereto in Article 5.2.

2.4 "Board" - shall mean the board of directors of the Society.

2.5 "Board Meeting" - shall have the meaning ascribed thereto in Article 7.3.

2.6 "Director" - shall mean any trustee, officer, member of the Board or a person occupying a similar position regardless of the title of the position.

2.7 "Honorary Member" - shall have the meaning ascribed thereto in Article 3.3.

2.8 "Member" - shall mean an Active Member or an Honorary Member.

2.9 "Membership" - shall have the meaning ascribed thereto in Article 3.1.

2.10 "Special Meeting" - shall have the meaning ascribed thereto in Article 7.2.

2.11 "Special Resolution" - shall have the meaning ascribed thereto in Article 7.1.

When the context reasonably permits, words suggesting the singular shall be construed as suggesting the plural and vice versa, and words suggesting gender or gender neutral shall be construed as suggesting the masculine, feminine and neutral genders.

Article 3 - Membership

3.1 The Society shall have two classes of Members ("Membership"):

- a. Active Members
- b. Honorary Members

3.2 Active Members

Any person who resides in Alberta, or who normally resides in Alberta (including but not limited to out of province students) may become an active member of the Society upon approval of the coaching staff and the Board and upon payment of annual or seasonal dues (an "Active Member"). Active Members in good standing (no monetary arrears) shall enjoy all the rights and privileges of full Membership in the Society. These include, but are not restricted to, training under the direction of the Society's designated coaches and the use of training facilities. Subject to other limitations herein, an Active Member shall continue to be an Active Member for the period of time corresponding to their annual or seasonal dues. Active Members shall be voting Members.

3.3 Honorary Members

The Board may at any time elect and admit to membership as an honorary member any person who has contributed outstanding service to the Society or the sport of track and field (an "Honorary Member"). Such selection shall be by unanimous consent of the Board. Honorary Members shall not be required to pay dues and shall be non-voting Members.

3.4 Admission to Membership

Every candidate for admission as an Active Member shall submit a formal application utilizing a process authorized by the Board. The Board shall be the final authority in judging the eligibility of the applicant for Membership. If the Board, after due consideration, shall judge the applicant's qualifications meet the requirements of these Bylaws, it shall admit the applicant to Membership in the Society. If the applicant shall not be admitted to the Membership as aforesaid, he/she shall be notified in writing of the rejection of his/her application without stipulating any reason for such rejection.

3.5 Dues

An applicant for Active Membership in the Society on being notified of his/her admission shall pay dues applicable to Membership for the current year or season, and on making such payment shall be entitled to all privileges of an Active Member.

3.6 Duties of Members

All Members must fulfill the obligations to the Society in accordance with the Society's Bylaws and must abide by the rules, policies and regulations of the Society as may be approved from time to time by the Board.

Article 4 - Board

4.1 A Director of the Society does not have to be a Member of the Society.

4.2 The Board of the Society shall minimally consist of a President, Secretary, Treasurer, Registrar, and one Director-at-Large. All Directors shall have reached the age of eighteen (18) years. The Board shall have a maximum of 10 members.

4.3 Duties of the Board

The Board shall have full control and management of the affairs of the Society including, but not restricted to, the hiring of coaching staff, eligibility for Membership, disciplinary actions, financial matters and setting of policies, rules and regulations.

4.4 Duties of the Directors

Directors are expected to be fully informed on Society matters, including but not limited to the hiring of coaching staff, eligibility for Membership, disciplinary actions, financial matters and the setting of policies, rules and regulations and are expected to actively participate in the Board's decision processes related to matters of policy, financing, programs, personnel and advocacy. Specific duties and requirements of Directors, both generally or specific to various Board positions, will be set by the Board from time to time. Duties and requirements of Directors may include but are not limited to:

- a. Entering into a confidentiality agreement with the Society
- b. Membership with Athletics Alberta
- c. Criminal records check clearance
- d. Respect in Sport certification
- e. Completion of Safe Sport training

Duties of specific Directors shall include:

a. President

The President shall preside over all the Annual General Meeting, all Special Meetings and all Board Meetings of the Society. In the absence of the President the Vice-President shall preside at such meetings. The President has the power to call Special Meetings, when necessary, preserve all order and lay out all business before Members. The President shall appoint such committees as are required for the purposes of the Society within the limitations prescribed by the Bylaws and shall delegate Directors or Members to represent the Society as required from time to time. The President shall be an ex-officio member of all committees. The President shall be a signing officer of the Society and signing authority of all bank accounts.

b. Vice-President

The Vice-President shall assist the President in his/her duties and shall assume the office of President in case of a vacancy from any cause in that office and shall assume to duties of President for such period or periods as that director, for any reason, may be unable to perform his/her official duties. The Vice-President shall be a signing officer of the Society and signing authority of all bank accounts.

c. Secretary

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 same. In the case of the absence of the Secretary, the duties shall be discharged by such Director as may be appointed by the Board. The Secretary shall have the charge of the delegated correspondence of the Society and shall be under the direction of the President and the Board. The Secretary shall send notices of the Society's meetings as required and directed by the Board.

d. Registrar

The Registrar shall be responsible to coordinate and supervise the registration process for the Society, which includes answering inquiries about the club and providing assistance and information regarding programs, coaches, and registration. The Registrar shall be responsible for keeping a record of all Members of the Society, including their personal information and their addresses. The Registrar shall be a signing officer of the Society and signing authority of all bank accounts.

e. Treasurer

The Treasurer shall be responsible to ensure monies of the Society are deposited in an insured bank or approved financial institution as the Board has designated. The Treasurer shall be responsible for the proper accounting for the funds of the Society and for keeping such books as may be directed. The Treasurer shall present a fully detailed account of the receipts and disbursements to the Board whenever requested and shall prepare for the Annual General Meeting a statement, duly reviewed as hereafter set forth, of the financial position of the Society. The Treasurer shall be a signing officer of the Society and signing authority of all bank accounts.

f. Director-at-Large

The Director-at-Large shall assist in the affairs of the Society and fulfill all duties as may be delegated to them from time to time by the President or the Board.

4.5 Removal of Directors

- a. In addition to the replacement of Directors by election as provided for elsewhere in the Bylaws, any Director shall be removed automatically if he/she is expelled or withdraws pursuant to Article 5 of the Bylaws.
- b. No Director can be removed from the Board without prior notice, pursuant to Article 5. In addition to the provisions outlined in Article 5, a Director may request to defend himself/herself against the Boards' decision regarding an Appeal (specifically, the Director's removal from the Board) by Member vote at a Special Meeting. Such request must be made in writing to the Board and delivered within three (3) days of the Board furnishing its decision with respect to the Appeal. The voting result of the Special Meeting shall be binding on the Board..
- c. A Director who is justifiably removed shall not be permitted to run for any office in the Society until one calendar year has elapsed from the time of their removal from office.

4.6 Terms of Office

- a. The offices of President and Vice-President shall be open for a one (1) year term.
- b. The offices of Secretary, Treasurer, Registrar and Director-at-Large shall be open for a one (1) year term.
- c. Any Director who wishes to resign prior to the end of their designated term must give 2 weeks' notice as a courtesy to the Board and the

Society.

- d. The resigning Director must also have a formal crossover with the President to ensure all documents and details pertaining to the club that are in their possession are passed on such that there is no loss of knowledge upon their resignation.

4.7 Election of Directors

All Directors of the Society shall be elected by Active Members at the Annual General Meeting in the following manner:

- a. On or before the first day of September in each year, the President then in office shall appoint a nominating committee of up to three persons. One Director shall act as the chairperson of the nominating committee.
- b. The nominating committee shall nominate one or more candidates for each vacancy on the Board for the ensuing year. Additional nominations for each office may be accepted at the Annual General Meeting.
- c. Election for each vacancy on the Board may be by show of hands or by ballot. No ballot shall be furnished to any Active Member who is not in good standing.
- d. The majority of all votes cast shall be necessary for election. In the case of a tie, the incumbent Board shall cast one additional deciding vote.

If a casual vacancy, whether temporary or permanent, shall occur in any office on the Board, other than that of President, such vacancy shall be filled by majority vote of the Board, either for the unexpired term or such shorter period as the Board in its sole discretion may decide. In the case of a tie, the President shall cast the deciding vote. If a casual vacancy shall occur in the office of President, the same shall be filled by the Vice-President and there shall be deemed to be a casual vacancy in the office of Vice-President. In the event the position of Vice-President has not been filled on the Board, and a casual vacancy in the office of the President shall occur, the same shall be filled by either the Treasurer or Registrar and there shall be deemed to be casual vacancy in the office of either, as appropriate, the Treasurer or Registrar.

Article 5 Ethics

5.1 Each Member and each Director shall be guided by the highest standards of ethics, personal honour, integrity and professional conduct. The Society endorses fair-play in sport and is against the use of performance-enhancing drugs. Members, Directors and coaches will be guided by the policies of Athletics Canada, Athletics Alberta and the Society.

5.2 A Member or Director found guilty by a majority vote of the Board of a breach of ethics, or inappropriate behaviour that is likely to bring discredit to the Society, may be reprimanded, allowed to resign, suspended or expelled from the Society. The Member or Director shall be notified by the Board, and within two weeks shall have the right to appear before the Board (an "Appeal").

5.3 For matters associated with Article 5.2 relating to a Director, such individual will not be entitled to participate in the Board Meeting or discussions, unless previously decided otherwise by the Board, and will not be entitled to vote on the matter at hand.

5.4 Any Member or Director who has been notified of an expulsion or suspension shall have the right to an Appeal.

5.5 At the Appeal, the Member or Director or someone designated by him/her may present an argument on his/her behalf.

5.6 A Member or Director may be suspended at the discretion of the Board until such time as the Appeal and subsequent decision of the Board is made. The Board will exercise reasonable efforts to render its decision with respect to an Appeal promptly thereafter.

5.7 The decision of the Board will be final with respect to an Appeal, subject to the limitation provided in Article 4.5.

Article 6 Expulsion, Suspension and Withdrawal

6.1 Any person expelled from the Society under Article 5 shall be forthwith notified in writing to that effect by the Secretary.

6.2 Any Member who has been suspended or expelled under Article 5 shall not be eligible for reimbursement of his/her membership fee.

6.3 Any person suspended from any class of Membership in the Society may be reinstated with the unanimous approval of the Board upon payment of all dues or fees owing or satisfying all outstanding obligations to the Society which were in default at the time of his/her suspension. Such reinstatement shall always be subject to such additional terms as may be stipulated by the Board.

6.4 Any Member may withdraw from Membership in the Society by delivering to a Director of the Society a notice of his/her intention to do so, and such withdrawal shall be effective immediately upon said Director's receipt of notice.

6.5 If withdrawing under Article 6.4, fees expended on behalf of the athlete

(facility fees) are not refundable. Club fees may be prorated if the athlete has attended <50% of the applicable season (e.g. winter/summer).

Article 7 Meetings and Voting

7.1 Annual General Meeting

- a. The annual general meeting shall be held in the fall of each year to conduct the business of the Society as outlined in Article 7.1 (the "Annual General Meeting"). The meeting shall be held at a date and time designated by the President. One month's notice shall be given to all Members of the Society by e-mail or telephone.
- b. The Annual General Meeting, and voting at such, may take place either in person or remotely, utilizing electronic communication technology.
- c. One-third of the total Active Members in good standing shall constitute a quorum at the Annual General Meeting. If the quorum is not met, the meeting shall be postponed to another date, if requisitioned by the majority of Active Members in attendance.
- d. At the Annual General Meeting there shall be elected a President, a Vice-President, a Secretary, a Treasurer, a Registrar, and the Director(s)-at-Large. A list of candidates will be provided at the meeting and nominations for additional candidates for each Board position will be accepted from the floor by any Active Member in good standing who has reached the age of 18. Active Members under the age of 18 will be represented by their parent/legal guardian who may make nominations from the floor on their behalf.
- e. The order of business to be conducted at an Annual General Meeting shall be as follows:
 - I. Call to order and Introduction of the Board
 - II. Quorum Count
 - III. Approval of the Agenda
 - IV. Approval of the Minutes of the last Annual General Meeting
 - V. Business arising from the minutes
 - VI. President's Report
 - VII. Reports from the Board
 - VIII. Amendments to the Society's Bylaws
 - IX. New business
 - X. Election of the Board
 - XI. Adjournment

- f. Only Active Members present at the Annual General Meeting will carry a vote at such meeting. Every Active Member who has reached the age of 18 will have one vote. Active Members under the age of 18 cannot vote and will be represented by their parent/legal guardian who can vote on their behalf. Votes will not be accepted by proxy.
- g. At the end of their year in office, the President and Treasurer shall submit their reports to the Annual General Meeting, and those Active Members present shall vote to accept or reject each report by a show of hands. A simple majority shall suffice to accept each report, and acceptance of both reports by the meeting shall constitute approval by the Society of all acts of the Board described in the reports.
- h. Special resolutions to amend the Bylaws may be proposed by (a) the Board or (b) a petition signed by one-third of Active Members in good standing and addressed to the Board (a "Special Resolution"). Active Members under the age of 18 cannot sign a petition and will be represented by their parent/legal guardian who can sign a petition on their behalf.
- i. Notice of the intention to propose a Special Resolution at the Annual General Meeting must be provided to Members at least three (3) days prior to the Annual General Meeting. Special Resolutions duly put forth for a vote at the Annual General Meeting must be passed by a majority of Members entitled to vote at such meeting.

7.2 Special Meetings

- a. Special meetings can be called at any time related to a specific matter(s) of the Society ("Special Meetings"). There shall be no other business conducted except the concern(s) the Special Meeting has been called for. Twenty-five percent (25%) of all Active Members in good standing will constitute a quorum. All Members will be contacted at least three (3) days prior to any Special Meeting by e-mail and/or telephone. If the quorum is not met, the meeting shall be postponed to another date.
- b. Special Meetings, and voting at such, may take place either in person or remotely, utilizing electronic communication technology.
- c. Only Active Members present at a Special Meeting will carry a vote at such meeting. Every Active Member who has reached the age of 18 will have one vote. Active Members under the age of 18 cannot vote and will be represented by their parent/legal guardian who can vote on their behalf. Votes will not be accepted by proxy.

- d. Special Resolutions may be proposed by (a) the Board or (b) a petition signed by one-third of Active Members in good standing and addressed to the Board. Active Members under the age of 18 cannot sign a petition and will be represented by their parent/legal guardian who can sign a petition on their behalf.
- e. Notice of the intention to propose a Special Resolution at a Special Meeting must be provided to Members in conjunction with due notice of a Special Meeting. Special Resolutions put forth for a vote at a Special Meeting must be passed by the majority of such Members entitled to vote at such meeting.

7.3 Board Meetings

- a. Directors shall convene for a meeting of the Board at least six (6) times a year (a "Board Meeting").
- b. Each Director present at a Board Meeting will carry a vote at such meeting. The President is not allowed a vote at any Board Meeting unless to break a tie vote. Fifty percent (50%) of all Directors will constitute a quorum. If a quorum is not met, the Board Meeting shall be postponed to another date.
- c. Board Meetings and Director voting may take place either in person or remotely, utilizing electronic communication technology.
- d. Unless otherwise required by law or stipulated by the President, all discussions held at a Board Meeting (and the minutes thereof) are privy to the Board only. Disciplinary action can be taken against a Director not complying.
- e. All Board Meetings are private functions and only Directors shall be present unless invited by the Board. Coaches, Members and other guests may attend at the invitation of the Board.

7.4 With the exception of the votes described herein, votes taken at any meeting of the Society shall not be binding upon the Board, the Society or Membership.

Article 8 Committees

8.1 Special Committees

The Board may institute such special committees as are deemed necessary to assist in managing the affairs of the Society, and may thereafter disband such committees at its discretion.

Article 9 - Dues and Expenses

9.1 Dues

The annual and seasonal dues of Members shall be set annually in July by the Board.

9.2 Payment of Dues

All annual and seasonal dues and facility fees are payable as per the schedule approved by the Board and posted on the Calgary Spartans' website.

9.3 Suspension for Non-payment of Dues

Any Member who is reported by the Treasurer to the Board as being in arrears in payment for his/her dues for the current year shall be liable for suspension from the Society at the discretion of the Board. The Member will be notified and given 30 days to pay dues or set up a payment plan with administration. After 30 days of non-payment or failure to set up a payment plan, the Member will be suspended from training and competition.

9.4 Deposit of Monies

All current monies belonging to the Society shall be deposited in its name in an insured bank or approved financial institution.

9.5 Borrowing Power and Remuneration

The Board shall be authorized to borrow, raise, or secure the payment of money in such a manner as it thinks fit for the purposes of the Society. No Director or Member of the Society shall receive any remuneration for his/her services unless specifically provided for in the Bylaws.

Article 10 - Inspection of Financial Records

10.1 Audit

Unless otherwise required by law, funding agreements, or requirements herein, the Society's annual financial statements and financial records must be reviewed, but are not required to be audited, by one or more individuals and a written report of such findings presented to Members at the Annual General Meeting. The individual(s) performing the financial review:

- a. must be approved by the Board;
- b. shall not be an individual(s) who held bank signing authority on the Society's banking accounts over the relevant fiscal year;

- c. may, but need not, be a Member; and
- d. may, but need not, be a professional accountant.

10.2 Inspection by Members

The books and records of the Society may be inspected by any Member of the Society at the Annual General Meeting or at any other time upon giving not less than two weeks written notice to the Board.

Article 11 - Liabilities of Directors

11.1 Each person serving on the Board shall be deemed to have assumed office on the express understanding, agreement and condition that every Director of the Society and their heirs, executor(s), administrator(s), estate and effects respectively shall from time to time and at all times be indemnified and saved harmless out of the funds of the Society from and against all costs, charges, and expenses whatsoever, which such Director sustains or incurs in or about any action, tort, or proceedings which is brought or commenced or proposed against him/her or any other Director or Directors in or about the execution of his/her duties, or his/her conduct or their office, and expenses which he/she sustains or incurs in or about or in relation to the affairs thereof except such costs, charges or expenses as are occasioned by his/her own willful neglect or default.

Article 12 - Amendments and Bylaws

12.1 The Bylaws may be rescinded, altered or added to pursuant to Article 7 herein.

Article 13 - Role of the Coaches

13.1 To abide by the Bylaws, rules and policies of the Society.

13.2 To abide by the decisions and rulings of the Board.

13.3 To help, encourage and assist in the continual improvements of standards of their athletes.

13.4 To comply with all conditions, terms and stipulations of their contracts.

13.5 To ensure that a yearly contract is fully understood and agreed to from October to September of any given year.

13.6 To chaperone their athletes at all track meets.

13.7 To complete continuing education related to coaching track.

Article 14 – Dissolution Clause

Should the Society be required to or voluntarily choose to dissolve, the following procedure shall be adhered to:

14.1 The Board will call a Special Meeting according to the regulations and procedures in the Bylaws.

14.2 At the Special Meeting a motion to dissolve the organization must be passed according to the regulations of the Bylaws. This will include the required notice for the meeting, the quorum and how many votes are required to pass the motion.

14.3 If the vote to dissolve the Society passes, documentation and minutes to this effect must be completed, after which the organization shall no longer carry out any business except to the extent necessary for the liquidation of the entity.

14.4 Liquidation of the entity will include:

- a) Sale of any assets
- b) Payment of all debts
- c) Distribution of remaining monies
- d) Closure of bank accounts
- e) Filing of applicable documentation/forms with the Province of Alberta
- f) Resignation of all Board members

Any remaining monies after payment of outstanding debts shall be distributed to an eligible non-profit society or societies as determined by the Board which has similar goals and objectives as the Society.

Article 15 - Roberts Rule of Order

15.1 All meetings shall follow "Robert's Rules of Order" unless otherwise stipulated in these Bylaws