ALBERTA AMATEUR BOXING ASSOCIATION

BY-LAWS

1 Predecessor Association

1.1 The by-laws of the predecessor Association and all bylaws of the predecessor Association are hereby repealed.

2 Name of the Association

2.1 The name of the organization shall be Alberta Amateur Boxing Association, and hereinafter shall be referred to as the Association or Boxing Alberta.

3 Definitions of the Association

3.1 The words and letters "Boxing Alberta" shall mean this society; and shall be the society recognized by Boxing Canada, as the governing body of amateur boxing in the province of Alberta.

3.2 The letters BC shall mean Boxing Canada and shall be the society recognized as the governing body of the amateur boxing in Canada.

3.3 The letters A.I.B.A. shall mean the International Amateur Boxing Association and shall be the society recognized as the governing body of amateur boxing in the world.

3.4 Amateur Boxing shall refer to only the sport of amateur boxing, administered by recognized international amateur federations or national and/or provincial association of amateur boxing.

3.5 Amateur Boxer shall refer to any competitor who has not:

a) Competed for a money prize, staked, or bet wager;
b) Competed with or against a professional.

3.6 The term Official shall refer to anyone who acts in a Boxing Alberta official capacity, to include computer operators (an official may not participate in professional bouts).

3.7 The term Coach shall refer to anyone who acts in a coaching capacity of an amateur boxer.

3.8 The term Club shall mean an association of individuals recognized by Boxing Alberta.

3.9 The term Directors shall mean the members of the Board of Directors of Boxing Alberta.

3.10 The term Officers shall mean the members of the Executive Committee of Boxing Alberta.

3.11 The term Sanction shall mean the written permission, in the form of a sanction permit, allowing a member association club to hold an amateur boxing event.

4 Corporate Seal

4.1 The seal of the Association shall be in such form as shall be prescribed by the Board of Directors of Boxing Alberta and shall have the words "Boxing Alberta" or the initials BA endorsed thereon. Such officers as may be authorized by the Board of Directors of Boxing Alberta shall affix such seal to any documents requiring a seal.

5 Head Office

5.1 The head office of the Association shall be in the Province of Alberta, in a location prescribed by the Board of Directors of Boxing Alberta. The Board of Directors of Boxing Alberta may establish any other offices and/or agencies as deemed necessary or expedient.

6 Organization

6.1 The Association shall be organized in a fashion that allows the Board of Directors to carry out the business of Boxing Alberta in an effective and efficient manner.

7 Executive Committee

7.1 The business and affairs of Boxing Alberta shall be administered on behalf of the members by the Executive Committee.

7.2 The Executive Committee shall be comprised of the following officers:

A. President
B. Past President
C. Vice President
D. Secretary-Treasurer
E. Member of Board of Directors as appointed if required

7.3 Meetings of the Executive Committee shall be held at the discretion of the President. The majority of executive members will constitute a quorum.

8 Duties of Officers of the Executive Committee

8.1 President

A. The President, as Chief Executive Officer of Boxing Alberta, shall supervise and co-ordinate all Boxing Alberta affairs and activities and shall submit a written Annual Report therein to the General Membership of the Association.
B. The President shall assign areas of responsibility to the members of the Board of

Directors, subject to the approval of the Board of Directors.

C. The President, when present, shall preside at all Executive and/or Board meetings of Boxing Alberta.

D. The President shall be ex-officio member of all Boxing Alberta standing and ad hoc committees.

E. The President shall exercise his vote, only in the event of a deadlock.

8.2 Past President

A. The Past President shall be an advisor to the Executive Committee on request and shall have no voting privileges.

B. The Past President may be assigned various portfolios at the discretion of the Board of Directors of Boxing Alberta.

8.3 Vice President

A. The Vice President shall, in the absence of the President, assume all responsibilities and routine duties of the President.

B. The Vice President may be assigned various portfolios at the discretion of the Board of Directors of Boxing Alberta.

C. The Vice President shall in the absence of the President serve as provincial representative at Boxing Canada's Board of Directors meetings.

8.4 Secretary-Treasurer

A. The Secretary-Treasurer shall receive all monies paid to Boxing Alberta and shall be responsible for the deposit of the same, in the Association prescribed bank and prescribed account, as the Board of Directors may order.

B. The Secretary-Treasurer shall be responsible for the Annual Budget and the keeping of the books of Boxing Alberta.

C. The Secretary-Treasurer shall be responsible for the preparation of all accounts payable for the approval of the Board of Directors, and the paying of those accounts authorized by the Board of Directors of Boxing Alberta.

D. The Secretary-Treasurer shall properly account for the funds of Boxing Alberta and keep proper books and accounts as directed by the Board of Directors.

E. The Secretary-Treasurer shall have a detailed account of all receipts and disbursements available to the Board of Directors and General Assembly, at all Executive, Board and Annual meetings, or whenever requested by the Board of Directors.

F. The Secretary-Treasurer shall be responsible for submitting records of all receipts and disbursement to the Board of Directors of Boxing Alberta for the purpose of the records of the Association.

G. The Secretary-Treasurer may invest monies from time to time in no-risk investments with the written approval of the Executive Committee.

H. The Secretary-Treasurer shall give the required notice of regular, Board, General, and Special meetings and shall prepare agendas for the same under the direction of the President.

I. The Secretary-Treasurer shall take and keep a permanent record of the minutes of all such meetings and shall be responsible for all official records of Boxing Alberta.

J. The Secretary-Treasurer shall have charge of all the correspondence of Boxing Alberta and maintain all records pertaining to the same.

K. The duties and responsibilities of the Secretary-Treasurer may be delegated to an employee of the Alberta Amateur Boxing Association, as necessary, and as may be directed by the Executive Committee.

9 Powers of Officers

9.1 The Officers shall administer the affairs of the Association in all things and make or cause to be made for the Association, in its name, and kind of contract which the Association may lawfully enter into and, save as hereinafter provided, general may exercise all such other powers and do all such other acts and things as the Association is by its charter or otherwise authorized to exercise and do.

9.2 The Officers shall have power to authorize budgeted expenditures on behalf of the Association from time to time and delegate by resolution to an Officer or Officers the right to employ and pay salaries to employees. The Officers shall have the power to make expenditures for the purpose of furthering the objects of the Association. The Officers shall have the power to enter into a trust arrangement with a trust company and interest may be made available for the benefit of promoting the interest of Boxing Alberta, in accordance with such terms as the Executive Committee may prescribe.

9.3 The Executive Committee shall take such steps as they deem requisite to enable the Association to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments, and donation of any kind whatsoever to the purpose of furthering the objects of the Association.

10 General Functions of the Executive Committee

10.1 The Executive Committee shall have the power to discipline member, by suspension and/or reprimand.

10.2 The Executive Committee may appoint such committees as it deems necessary to carry out the aims and objectives of the Association.

10.3 The Executive Committee shall provide supervision and direction to paid employees of the Association.

11 Signing Officers of the Association

11.1 The signing officers of the Association shall be the President, along with other appointed members of the Association.

12 Board of Directors

12.1 The Board of Directors shall be comprised of the following:

A. President
B. Past President
C. Vice President
D. Secretary-Treasurer
E. Director of Coaches
F. Director of Athletes
G. Director of Officials and Competitions
H. Medical Director
I. Director at Large

12.2 Meetings of the Board of Directors shall be held at the call of the President of the Association, by giving at lease one (1) week's notice of the date, time and place of the meeting. The Board of Directors shall meet no less than four times per year and majority of members present shall constitute a quorum.

12.3 All Board members shall carry out their duties as prescribed in their position job descriptions and conduct all Association business as prescribed in the Boxing Alberta Policies and Procedures of the Association.

13 Resignation and Removal of Officers and Members of the Board

13.1 An officer or member of the Board will automatically vacate from his/her position when he/she shall resign office, by delivering a written resignation to the President of the Association, or the Vice-President of the Association if the member resigning is the President.

13.2 A two-thirds majority vote of Board members present at a meeting of the members specifically called to consider the question, may remove an officer of member of the Board, if due cause is proven in any of the following areas:

A. Death;
B. Mental incompetence;
C. Non-fulfillment of assigned responsibilities;
D. Bankruptcy or misappropriation of Boxing Alberta funds;
E. Behaving in a manner adverse of the best interest or reputation of Boxing Alberta;
F. Gross negligence;

G. Fails to attend three consecutive meeting of the Board of Directors without just cause;
H. Charged with an indictable offense under the criminal code.

In all instances the individual in question shall be advised in writing of the time and place of said meeting at which the removal is to be discussed and shall have the right to contest the ruling at such meeting.

14 The Following Board Positions shall be Elected in ODD Years for a term of 2 years

14.1 A. President
B. Director of Officials and Competitions
C. Director at Large

15 The Following Board Positions shall be Elected in EVEN Years for a term of 2 years

15.1 A. Vice President
B. Director of Coaches
C. Director of Athletes
D. Secretary-Treasurer

15.2 In the event a position on the board of directors becomes vacant during the term, the board of directors may appoint a member of the Association to fill that position until the next AGM. If the vacancy is appointed in the first year of the position's term, Boxing Alberta will fill that position for one (1) year by holding an election at the next AGM.

16 Nominations/Elections of Board Members

16.1 All Board positions shall be elected to at the Annual General Meeting of the Association, and voting shall be done by secret ballot.

16.2 Directors may be nominated by the Nomination Committee or may be nominated from the floor at the Annual General Meeting by a voting delegate.

16.3 Nominees not in attendance at the meeting must have indicated in writing to a proxy their intention to stand for election. This written intent must be submitted to the Nominating Chairperson prior to the vote being cast.

16.4 A Director must be a Member in good standing of the Association.

16.5 If there are no nominations forthcoming for a certain position, the retiring officer will be asked to assume the position for an extended term. If that is not possible, the Executive may appoint some member to the office.

16.6 There shall be a separate election for each vacant position and the first candidate to receive a majority of the votes shall be declared elected.

16.7 In the event that no individual obtains a majority (50% plus one (1) ballot) of the ballots cast, the candidate with the fewest votes shall be removed from the ballot and subsequent vote shall take place.

16.8 The office of President shall be open to a member who has served on the Board of Directors of the Association during at least once of the ten immediate preceding years.

16.9 If there is only one candidate for a position that candidate will be declared elected "by acclamation".

16.10 The Medical Director is an appointed position and will be appointed only when needed.

17 Committees of the Association

17.1 The Executive Committee may establish committees as required to handle the business of the Association.

17.2 The President and the members of the Board are responsible for the appropriate activity shall be ex-officio members of each committee.

18 Meetings

18.1 Annual General Meeting

Written notice of the Annual General Meeting to the Membership must be postmarked thirty (30) days prior to that date and place and time must be specified in the notice. No error or omission in giving such notice may invalidate such meeting or invalidate or make void any proceedings taken or had at such meetings.

18.2 Special General Meeting

A. A Special General Meeting will be called by the President or Secretary upon receipt of a petition signed by any five (5) clubs in good standing or at least three (3) Board members setting forth the reasons for such a meeting.
B. The Membership of the Association shall be notified in writing at lease twenty-one (21) days prior to the Special General Meeting of the time and date and the proposed agenda of that meeting. No error or omission in giving such notice may invalidate such meeting or invalidate or make void any proceedings taken or had at such meeting.
C. Only business stated on the agenda will be undertaken at a Special Meeting, unless those present give a unanimous vote of approval for the addition of new business.

18.3 Procedure

The President may determine the order of business of any meeting of the Association and the time and place at which it shall be held.

18.4 All types of meetings may be adjourned to a time and place agreed upon by the majority of the people present. Thirty (30) days is the maximum length of time that can lapse during which a meeting must reconvene. If the meeting is not reconvened within the required time, the meeting should be declared complete to the point of adjournment.

18.5 A quorum will be majority of voting members present.

19 Order of Business

19.1 The order of business at Annual General Meetings shall be the following:

A. Roll Call of Accredited Delegation and Board of Directors
B. Introduction of Guests
C. Approval/Amendments of Agenda
D. Approval of Minutes of Previous Annual General Meeting or Special General Meetings held during the last year as distributed
E. Business Arising out of the Minutes
F. Report of the President
G. Board of Director's Reports
H. Paid Staff Reports at Board Discretion
I. Report of Registrar
J. Resolution and Amendments to Bylaws
K. Election of Officers
L. New Business
M. Adjournment

20 Proceedings not to be Invalidated

20.1 The proceedings at any meeting may not necessarily be invalidated by reason of/or non-receipt of notice by any Member or Director.

21 Standing Orders

21.1 Standing Orders are defined as general organizational guidelines for the benefit of the Board of Directors and Executive Committee.

21.2 Standing orders may be:

A. Issued by the Board of Directors, or;

B. Recommendations from the Executive Committee or Committee Chairperson in their respective reports to the Annual Meeting, if approval by a simple majority of those in attendance at the meeting, or;

C. Decisions or resolutions passed at the Annual General or Extraordinary Meetings of the Association.

21.3 The Board of Directors at a regular meeting must review all Standing Orders annually after the Annual Meeting.

21.4 No decision or resolution that had been passed at an Annual, General, or Extraordinary Meeting of the Association shall be rescinded by the Executive Committee or Board of Directors without Notice of Motion which shall be tabled for at least one Executive Committee or Board of Directors Meeting.

22 Voting

22.1 Each member of the Executive Committee and the Board of Directors shall be entitled to one vote.

22.2 Each member club in good standing is entitled to two (2) votes. Proxy votes will not be allowed. To carry voting privileges (2 votes per club) a club:

a) Must consist of five (5) members registered with Boxing Alberta;
b) Must have at least one (1) member registered as a competitive boxer;
c) Must be registered with Boxing Alberta at least ninety (90) days prior to any Annual or Extra-Ordinary Meeting.

22.3 Each member of the Executive Committee and the Board of Directors shall be entitled to one vote.

22.4 Each certified Competition Introduction or higher coach and certified Level 3 or higher official would have one vote.

22.5 All lifetime members are entitled to one vote

22.6 All voting shall be with a show of registration cards issued at the beginning of the meeting. Two exceptions to this rule will be the only recognized:

a) Election of Officers shall be by closed ballot.
b) A voting member of the Assembly requests a closed ballot.

22.7 Any member who would benefit from a decision shall remove himself/herself by declaring a conflict of interest or may be requested to do so by the chairperson of that meeting.

22.8 Abstentions will not be counted when establishing a majority vote.

22.9 For all voting, an impartial poll clerk and two scrutinizer's shall be appointed by the President.

22.10 A quorum will be majority of voting members present.

22.11 That no one individual can carry more than two (2) votes.
Updated March 2023

23 Membership

23.1 The Members of this Association shall be the subscribers to the bylaws and those persons and clubs admitted as members who pay their membership fees as set down by the Executive.

23.2 The Board of Directors of the Association must approve applications for membership.

23.3 The Association shall have the following classes of membership:

A. Club Membership
Refers to private, semi-private, public clubs, or associations who complete the forms prescribed for such a purpose and submit the same with the set registration fee attached to the Board of Directors of Boxing Alberta.

B. Independents
Persons who register as an athlete and who wish to compete as an amateur boxer, but for due reason, does not belong to a registered club.

C. Officials/Coaches
Persons who qualify as an official or coach under the guidelines of Boxing Alberta.

D. Associate Member
Open to any organization or person in Alberta actively supporting the objects of the Association. Such organizations shall include community recreation associations, colleges, universities, provincial sport and recreation associations, primary and secondary schools, and other institutions if approved by the Executive. They may attend all Annual and Special General Meetings of the Association but are not entitled to a vote.

E. Honorary Member
This may be bestowed upon deserving individuals at any General Meeting.

23.4 Any member may withdraw from the Association at any time by discontinuing activities in the Association.

23.5 Any member of the Association shall be held in “good standing” if he/she has paid the respective fees for the current year and does not owe monies to the Association.

23.6 Any member of the Association who is found guilty of intentionally violating the Bylaw shall no longer be considered to be in good standing.

24 Membership Fees

24.1 The fees for the respective classes of membership shall be determined by the Board of Directors or at their discretion by the general assembly at a general meeting.

24.2 Membership fees are non-refundable.

25 Remuneration

25.1 Unless authorized at any meeting and after notice of it has been given, no Officer or member of Boxing Alberta shall receive any remuneration for services rendered.

26 Auditing

26.1 The books, accounts, and records of the Treasurer shall be audited at least once each year by two members of the Association appointed for that purpose prior to the Annual Meeting. The treasurer at the Annual Meeting of the Association shall submit a complete and proper statement of the books for the previous year.

27 Disposal of Funds

27.1 All monies received by or on behalf of the Association shall be deposited in the account of the Association and housed in an accredited financial institution.

27.2 Cheques signed by the President and one other signing officer shall make all disbursements. In the absence of the above, by some other Director appointed by resolution of the Executive Committee.

28 Borrowing Powers of the Association

28.1 The Board of Directors may borrow money or charge, hypothecate, mortgage, or pledge any or all of the real of personal property of Boxing Alberta to secure any liability of Boxing Alberta. The Board of Directors may also authorize any two (2) members of the Executive to make arrangements with reference to monies borrowed or to be borrowed, and as to the conditions of the loan thereof and as to the security to be given thereof and generally to manage, transact, and settle the borrowing of money by Boxing Alberta.

28.2 For the purposes of carrying out the objects of Boxing Alberta, the Executive may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular, by the issue of debenture, but in no case shall debentures or other similar unsecured securities be issued with the sanction of a special resolution of Boxing Alberta.

29 Inspection

29.1 The books and records of the Association may be inspected by a voting member(s) of the Association at the Annual Meeting, provided for herein or at any time upon giving

reasonable notice and arranging a time satisfactory to the Officer or Officers having charge of same. Such request should be acted upon within thirty (30) days.

30 Expenses

30.1 Persons incurring expenses on behalf of Boxing Alberta shall be entitled to reimbursement as determined by the Board of Directors.

30.2 The Board of Directors must approve all expenses incurred on behalf of Boxing Alberta.

30.3 Boxing Alberta Board of Directors may, if it so wishes, pay a nominal honorarium for work performed.

31 Fiscal Year of the Association

31.1 The fiscal year of the Association shall be from January 1 to December 31, or the calendar year.

32 Amendments

32.1 The Bylaws of the Association shall not be rescinded, altered, or added to except by special resolution of the Association.

32.2 Special resolutions shall require twenty-one (21) days written notice and shall be passed by a majority of not less than 75 per cent (75%) of all possible votes, at the Association's General Meeting.

33 Policies and Procedures

33.1 Boxing Alberta's Policies and Procedures Manual will provide the membership with consistent operation guidelines.

34 Dissolution of the Association

34.1 Boxing Alberta Association shall be dissolved upon resolution, requiring a majority of 75 per cent (75%) of all possible votes by the membership at any Annual or Special General Meeting.

34.2 In the event of winding-up or dissolution of Boxing Alberta, any funds and assets of Boxing Alberta remaining after the satisfaction of its debts and liabilities, shall be given or transferred to such organization or organizations having the same or similar objectives of the Association as may be determined by the members at the time of winding-up or dissolution, but in the event that the foregoing provisions cannot be effected, then such funds shall be given or transferred to some other organization or organizations, provided that such organization referred to in this paragraph shall be a charitable organization, a charitable corporation, or a charitable trust recognized by the department of the Receiver

General of Canada as being qualified as such under the provisions of the Income Tax Act of Canada from time to time in effect.

35 Signatures

35.1 The President and one other member of the Executive Committee with signing power shall sign contracts, documents, or any instrument in writing requiring the signature of Boxing Alberta.

ENACTED THIS 27th DAY OF SEPTEMBER, 2022

_____	_____
Jessica Sparrow / President	Witness
_____	_____
Matt Marshall / Vice President	Witness