



**EDMONTON & DISTRICT KART RACING
ASSOCIATION
BYLAWS**

Society Bylaws for the Edmonton and District Kart Racing Association (EDKRA)

Last updated: October 2023

1. DEFINITIONS

- 1.1. The words "Association" and "Edmonton and District Kart Racing Association" and the letters "EDKRA" shall mean the Society.
- 1.2. The word "Officer(s)" shall mean the members of the Executive of the Association. The Executive shall be comprised as per Bylaw 10

2. MEMBERSHIP

- 2.1. The members of the Association shall subscribe to the Bylaws and comprise those persons admitted as members who pay their membership fees as set down by the Executive, as advised by the Executive.
- 2.2. The Executive must approve applications for membership.
- 2.3. Membership fee, if any, in the society shall be determined, from time to time, by the members at a general meeting.
- 2.4. Any member wishing to withdraw from membership may do so upon a notice in writing to the Executive through its Secretary. If any member is in arrears for fees or assessments, such member shall be automatically suspended and shall thereafter be entitled to no membership privileges or powers in the society until reinstated.

3. VOTING MEMBERS

- 3.1. **Racing Members:** Any Person of the age of majority for Alberta at the time of the event or meeting may become a Racing Member. Racing Members are not limited to Alberta residents. Racing Members have voting rights. Membership fees will be set by the EDKRA.
- 3.2. **Family Racing Members:** A parent or guardian of a person under the age of majority in Alberta at the time of the event or meeting who participates in the EDKRA races may become a Family Racing Member. Family Racing Members are not limited to Alberta residents and will have voting rights. Membership Fee will be set by the EDKRA.
- 3.3 **Non-Racing Members:** Any active EDKRA official or EDKRA volunteer involved in Motorsports Racing may become a Non-Racing Member. This category includes officials and coaches who do not actively compete in the Association sanctioned go-kart races. A membership fee is required. Non-Racing members are eligible for complete membership benefits and have voting privileges at Annual General Meetings or Special General Meetings. Membership will be set by the EDKRA.
- 3.4 **Volunteer Members:** Any active volunteers involved in Motorsports Racing or any individual successfully completing the officials' clinic may become a Volunteer Member. This category includes officials and coaches who do not actively compete in the Association sanctioned go-kart races. Volunteer members are eligible for complete membership benefits but may not vote at Annual General Meetings or Special General Meetings. Membership will be set by the EDKRA.
- 3.5. **Good Standing:** Any Racing or Family Racing member of the of the Association shall be held in "good standing" and eligible to participate in EDKRA events provided they have paid in full the membership fees prior to the event or meeting commencement, successfully passed technical inspections and meet the licensing requirements of the club.

4. VOTING

- 4.1. Any member who has not withdrawn from membership nor has been suspended or expelled and is deemed to be a member in good standing shall have the right to vote at any meeting of the society. Such votes must be made in person, registered virtual attendance or by proxy pending approval by the Executive. Proxy votes will be subject to strict measures and a transparent process, as set by the Executive, to ensure validity of votes submitted.

5. MEMBERSHIP FEES

- 5.1. The fees for the respective classes of membership and race day fees shall be determined by the Executive and approved by the Executive. These fees will be presented at the Annual General Meeting of the Association. The current fee schedule must be indicated clearly on the EDKRA membership form.
- 5.2. The membership year of the Association shall be from April 1 to March 31.
- 5.3. Membership fees are due prior to any event or track usage. Payment shall be made to the EDKRA.

6. MEETINGS

6.1. Annual General Meeting (AGM)

This society shall hold an annual meeting on or before December 31 in each year, of which notice on the website and by email to the last known email address of each member shall be delivered 30 days prior to the date of the meeting. The officers and directors so elected shall form an Executive and shall serve until their successors are elected and installed. Any vacancies occurring during the year shall be filled at the next meeting, provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office in the society.

- 6.1.1. At this meeting there shall be elected a President, Vice-President, Secretary, Treasurer and up to three directors.

6.2. General meetings of the society may be called at any time by the Secretary upon the instructions of the President or Executive by notice on the EDKRA website, social media and by email to the last known email address of each member delivered eight days prior to the date of such meeting. 6.3. Frequency of meetings

6.3.1. Meetings of the Executive shall be held within ninety (90) days of the Annual General Meeting. Video and phone conferencing for Executive meetings shall be permitted.

6.3.2. All types of meeting 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 elapse 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.

6.4. Special General Meetings

A special general meeting will be called by the President or Secretary upon receipt by him/her of a petition signed by 50% of the members in good standing or at least three (3) Executive and/or Executive Members setting forth the reasons for such a meeting which shall be by email to the last known email address to each member, delivered eight days prior to the meeting.

6.4.1. Only business stated on the agenda will be undertaken at a Special General Meeting unless a unanimous vote of approval for the addition of new business is given by those present.

6.5. Procedure: The President of the Executive may determine the order of business of any meeting of the Association, and the time and place at which it shall be held. The procedure at any meeting shall be conducted in accordance with "Robert's Rules of Order" in the current edition of that work; with the exception that any Bylaw changes will take effect immediately for the upcoming membership year.

6.6. Quorum, the minimum number of members that need to be present to carry on business at a general or special meeting shall be 5 members.

7. ORDER OF BUSINESS

7.1. At the Annual General Meeting or Special General Meeting of the Association, the order of business shall be presented by the Executive Committee or the Executive for approval at the meetings.

8. PROCEEDINGS NOT TO BE INVALIDATED

8.1. The proceedings at any meeting shall not be invalidated by reason of non-receipt of notice by an individual, Officer, Director or member.

9. STANDING ORDERS

9.1. Standing orders are defined as general organizational guidelines set out to govern the operation of the EDKRA.

9.2. Standing orders may be:

9.3. Issued by the Executive, or:

9.3.1. Recommendations arising from reports submitted to the Annual General Meeting and adopted by the Executive prior to the Annual General Meeting; or

9.3.2. Decisions or resolutions passed by simple majority at the Annual General or Special General Meetings of the Association.

9.3.3. All Standing Orders must be reviewed annually by the Executive.

9.3.4. No decision or resolution that has been passed at any meeting of the Association shall be rescinded by the Executive without notice of motion, which shall be tabled for at least one Executive meeting. Notice of the proposed revision shall then be electronically circulated to all Officers and Members of EDKRA, at least 30 days before the meeting at which the notice of motion will be considered and voted upon.

9.4 Execution of Documents:

9.4.1 Banking, contracts, obligations, and other instruments in writing requiring execution by the Association must be signed by any two of the three approved official signatories.

10. DIRECTORS AND OFFICERS OF EDKRA

10.1. The Executive shall, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the society, and meetings of the Executive shall be held as often as may be required, but at least once every three months, and shall be called by the President. A special meeting may be called on the instructions of any two Executive members provided they request the President in writing to call such meetings and state the business to be brought before the meeting. Meetings of the Executive shall be called by 3 days' notice delivered by email to each member. Any three members shall constitute a quorum, and meetings shall be held without notice if a quorum of the Executive is present, provided however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Executive; otherwise, they shall be null and void.

10.2. A person appointed or elected to the executive becomes a director if they were present at the meeting when being appointed or elected and did not refuse the appointment. They may also become a director if they were not present at the meeting but consented in writing to act as director before the appointment or election, or within ten days after the appointment or election, or if they acted as a director pursuant to the appointment or election.

10.3. Any director, upon a majority vote of all members in good standing, may be removed from office or any cause which the society may deem reasonable.

10.4

PRESIDENT

The President shall be ex-officio a member of all Committees. He/she shall, when present, preside at all meetings of the society and of the Executive. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside. As the Chief Executive officer of EDKRA, shall supervise and coordinate EDKRA's affairs and activities and shall submit a written annual report thereunto the membership. The President shall chair all meetings of the Executive and assign areas of responsibility to the members of the Executive.

VICE-PRESIDENT

The Vice President is directly responsible to the President for duties and responsibilities directed to him/her for the operations of EDKRA. He/she shall carry out the duties and responsibilities assigned to him/her throughout the course of his/her term in office by the President or Executive. In the absence of the President, the Vice-President shall assume the duties and responsibilities of the President. The Vice-President shall oversee the Rotax engine and prize orders, as per the contract with Rotax BRP.

SECRETARY

It shall be the duty of the secretary to attend all meetings of the society and of the Executive, and to keep accurate minutes of the same. He/she shall have charge of the Seal of the society which whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of the death or inability of to act, by the Vice-President. In the event of the absence of the

Secretary, his/her duties shall be discharged by such officer as may be appointed by the Executive. The Secretary shall have charge of all the correspondence of the society and be under the direction of the President and the Executive.

The Secretary shall also keep a record of all the members of the society and their addresses, send all notices of the various meetings as required, and collect and receive the annual dues or assessments levied by the society. Such monies shall be promptly turned over to the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as required.

TREASURER

The Treasurer shall receive all monies paid to the society and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Executive may order. He/she shall properly account for the funds of the society and keep such books as may be directed. He/she shall present a full detailed account of receipts and disbursements to the Executive whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited of the financial position of the society and submit a copy of same to the Secretary for the records of the society. The Office of the Secretary and Treasurer shall remain separate positions to protect the Society. It is recommended that the treasurer be bondable.

Past President:

In order to maintain continuity of club business, the outgoing president will remain on the Executive in the role of Past President for a minimum of 1 term. Serving a second term would be voluntary. This position will coordinate with and support the President and Executive. This position will be eligible to vote on club business.

10.4.1 Directors/Coordinators

Positions elected to the Executive as a Director or Coordinator include:

- i. Try-a-Kart Director
- ii. Marketing/Events Coordinator
- iii. Volunteer Coordinator
- iv. Fundraising/AGLC Coordinator
- v. Registrations Coordinator

A Director/Coordinator may establish a committee to conduct their scope of work. These positions are subject to change upon approval of the Executive.

- 10.5 Any potential conflict of interest be it financial or otherwise by a member of the Executive must be immediately disclosed to the Executive, Directors, and Coordinators by that member and recuse themselves from the matter or decision at hand.
- 10.6 Any member(s) of the EDKRA Executive who has been proven to be involved in a financial conflict-of-interest AND/OR deemed financially irresponsible with club assets will be removed from their position on the Executive and will permanently be ineligible for a future position on the Executive. This may also result in the loss of their Member in Good Standing status and possible suspension of membership.

11. COMMITTEES

- 11.1. The Executive may establish committees as required to handle the business of the Association. The committees may include but will not be limited to the following.
 - 11.1.1. Membership
 - 11.1.2. Public Relations
 - 11.1.3. Fund Raising
 - 11.1.4. Facility and Equipment
 - 11.1.5. Awards and Events
 - 11.1.6. Try A Kart/Rookie School

11.2. The President shall be ex-officio member of each committee.

11.3. Individual Duties – Committee Chair

11.3.1. The Chair shall be responsible for the coordination and liaise with the Executive and members to ensure both that their views and the views of the members are met.

11.4. Staff: The Executive may appoint such staff as they may consider necessary to perform such duties as they may prescribe.

12. AUDITING

12.1. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the society. The fiscal year end of the society in each year shall be December 31.

12.2. The books and records of the society may be inspected by any member of the society at the Annual Meeting or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Executive shall at all times have access to such books and records.

13. REMUNERATION

13.1. Unless authorized at any meeting and after notice for same shall have been given, no officer or director of the society shall receive any remuneration for his/her services in that capacity.

14. BORROWING POWERS

14.1. For the purpose of carrying out its objects, the society may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the society, and in no case shall debentures be issued without the sanction of a special resolution of the society.

15. BYLAWS

15.1. The Bylaws may be rescinded, altered or added to at the Annual General Meeting by a “Special Resolution”.

Date: Address Apartment Signature: City/Town Province Postal Code Print Name:
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WITNESS Address Apartment Signature: City/Town Province Postal Code Print Name:

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