



The Riverside Sportsmen's Club

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OFFICIAL BY- LAWS

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<u>Article I</u>	
Interpretation	
Section	
101.	This organization shall be known as, "The Riverside Sportsmen's Club", and may be hereinafter referred to as, "The Club".
102.	The Officers and Directors, unless directly indicated, may be hereinafter referred to as, "The Board".
103.	"Member in good standing", means a member who is not under suspension or in arrears in the payment of dues
104.	Masculine words shall include the feminine.
105.	Singular words shall include the plural.

<u>Article II</u> Membership	
Section	
201.	A yearly membership fee will be proposed by the Board and approved by the Membership. All renewals shall be due and payable on, or before, the 31 st of January of each and every year.
202.	All new applicants for membership must be sponsored by a member in good standing and approved by the Board.
203.	Upon the death of a member in good standing, that person's membership is transferable to the surviving spouse for the remainder of the year.

<u>Article III</u> Officers and Directors	
Section	
301.	The Officers shall consist of President, Vice President, Treasurer and Secretary.
302.	The Directors shall consist of five (5) elected members.
303.	Officers and Directors, who have signing authority, must be bondable.
304.	All Board members shall be required to disqualify themselves from voting on matters regarding the contracting of services by the Club, where that individual is a member, a shareholder of the company involved and/or may derive personal gain.
305.	The membership, by resolution passed at any General or Special Meeting called for that purpose, may remove any Board member for cause, before the expiration of his period of office, and may, by resolution at the same meeting, appoint the replacement according to Sections 306 and 307. The membership and the individual shall be given proper advance notification of the intent to remove a said person.
306.	In the event of a vacancy of the President, the Vice President shall assume his duties for the remainder of the term. For any other vacancy of an Officer, the President and the remaining officers may appoint or call an election for that position, subject to the approval of the membership at the next General or Special Meeting.
307.	In the event of a vacancy of a Director, it shall be the duty of the President or Vice President to call for a meeting of the Board as soon as possible. The vacancy, however caused, shall be filled within a reasonable time by Board appointment, provided that a suitable candidate, as determined by the Board, is available. The new Director, when determined, must be approved at the next General Membership or Special Meeting.

<u>Article IV</u> Committees	
Section	
401.	A committee consisting of members in good standing, including a person appointed as a chairperson, may be created by the Board with duties delegated by the Board. The committee shall meet at any time deemed necessary and report back to the Board.

<u>Article V</u>	
Section	Electoral Procedure
501.	<p>a) Any Board member who vacates his office without fulfilling his term, is not qualified for election to office the following election unless he has received an honorable leave from the Board.</p> <p>b) Only members in good standing prior to the election may qualify for election to office.</p>
502.	The nominee, in order to qualify, must give written notice to the Board appointed Chairman of the Election Committee as to his acceptance of nomination, within seven (7) days after the nomination.
503.	Nominations of Board members shall be held at a Nomination Meeting no later than the third (3 rd) Monday of November of the election year and the elections shall be held no later than the second (2 nd) Monday of December of the same year.
504.	Nominations and elections shall be for nine (9) Board members to be elected by a majority or acclamation for a two (2) year term. The nine (9) member Board shall consist of the President, Vice President, Treasurer, Secretary and five (5) Directors. The President, Vice President, Treasurer and Secretary shall be nominated separately and elected by ballot. The Directors shall be listed on one (1) ballot, with no more than five (5) names chosen on that ballot. The five (5) receiving the most votes shall make up the Directors. Duties of elected directors will be determined by the newly elected Board of Directors.
505.	An advance poll date shall be established and posted in the Club prior to the election for the convenience of any member who, for any reason, will be unable to attend and vote at the Election Meeting. A voting proxy, per Article VII, Meetings, Section 707, may also be used. An Election Committee, appointed by the Board, shall record the names and numbers of the members voting in this manner, validate their membership standing and eligibility to vote.
506.	Prior to the election, including advanced polling, all campaign materials are to be removed from display anywhere on Club premises.
507.	Members shall not be contacted through any means by information given to the Club under confidentiality terms, including e-mail, phone or address based for purposes of campaigning.
508.	Employees while on duty, or in the act of carrying out their services to the Club, are forbidden to endorse or campaign for any nominee running for office.

<u>Article VI</u>	
Section	Duties of Officers and Directors
601.	The President shall maintain order and observance of the By-Laws at all meetings. The President shall exercise a general supervision and provide leadership for the Board regarding the business of the Club. He shall cast the deciding vote when an equal division occurs on any question. He shall be an ex-officio member of all committees.
602.	The Vice President shall, in the absence of the President, assume the duties of the President.

603.	The Treasurer is responsible for ensuring that the records of the Club are prepared, analyzed and presented to the members as required by the Board. He is responsible for implementing adequate controls to safeguard the assets of the Club and provide all necessary financial information required by the Board to support their decisions. Club funds shall be deposited by the Treasurer or a Board Officer in a Branch of a Chartered Bank of Canada or Financial Institution, as directed by the Board and the account shall be kept in the name of the Club.
604.	The Secretary shall keep a record of the proceedings of meetings, whether Board or General Meetings, and a copy shall be kept at the Club.
605.	Monetary compensation for Board members, outside of regular expenses, can initially be made by the Board and approved by the membership at the next General Membership Meeting.
606.	Every member of the Board of Directors of the Club and that member's heirs, executors and administrators, and estates and effects, respectively, from time to time and at all times be indemnified and saved harmless out of the funds of the Club from and against all costs, charges and expenses whatsoever which such Officer or Director sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against that Officer or Director for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by that Officer or Director in or about the execution of the duties of the office while acting in good faith in matters on behalf of the Club.

<u>Article VII</u>	
Section	Meetings
701.	The Annual General Membership Meeting shall be held at the Club in the month of May each year to transact all general business that may come before the Board or has been transacted by the Board.
702.	A Special Meeting of the Club may be called by the general membership at any time upon a requisition made in writing and signed by five percent (5%) of the members in good standing. Such requisition, however, shall express the purpose of the meeting and shall be left in the Club office. Upon receipt of any requisition, the President or the Secretary shall convene such a meeting as soon as possible. A Special Meeting may also be called by a majority vote of the sitting Board.
703.	Board Meetings shall be held at a time and place to be designated by the Board. A quorum of the Board shall be five (5) or more of the Board. Questions arising at any meeting of the Board shall be decided by majority vote. The President or Chairman, in the event of a tie vote, shall have the deciding vote. Any two (2) Officers may call a Board Meeting.
704.	Notice of the time and date of Special or General Membership Meetings will be by electronic or standard mail to each member in good standing at least ten (10) days prior to the meeting and also posted at the Club. Only members in good standing will be given access to the meeting. There will be two (2) General Membership Meetings per year.
705.	The presence, in person or by proxy, of five percent (5%) of the membership in good standing, excluding the Board, shall constitute a quorum at any General or Special Meeting.

706.	The President shall preside over all meetings of the club. When the President is not present, the sequence of the chain of command shall be, Vice President, Treasurer, then Secretary. If none of those Officers are present, the membership shall choose a Chairman from the remaining Board members.
707.	<p>a) Any member in good standing is eligible to vote at any Annual, Electoral, General or Special Meeting.</p> <p>b) A voting proxy, provided by the Club upon request, may be completed and signed by a member in good standing, stating the name of the member in good standing to whom the proxy is given. A proxy holder shall have TWO votes on any issue, his or her vote and that of the absentee member he or she represents. A proxy holder shall not represent more than one member in good standing. The proxy vote will be counted towards quorum requirements.</p>
708.	At any General or Special Meeting, a declaration by the Chairman, that a resolution has been carried and entered into the minutes, shall be sufficient evidence of the fact, substantiated by the number of votes recorded as being in favor of or against such resolution.

<u>Article VIII</u>	
Section	Financials
801.	The Real Property that may be held or acquired by the Club shall be held in the name of the Club.
802.	All Board members that cease to hold office at the Club, shall surrender all documents and property of the Club upon vacating office. Failure to do so will result in their suspension from the Club.
803.	The Board members shall manage the affairs of the Club, including paying all expenses incurred for the day to day running of the Club.
804.	The Fiscal Year of the Club shall conclude at the end of the calendar year and at such time, the books shall be closed and financial statements prepared. The books can also be closed and an audit be made at the discretion of the Board and/or membership.
805.	<p>a) The Board shall not make expenditure over five thousand dollars (\$5,000.00), without the authority of the general membership given at a General Membership Meeting.</p> <p>b) In the event that an unforeseen emergency or safety related event happens that calls for immediate action by the Board, the \$5,000.00 limit for a single expenditure may be exceeded, provided that a vote by the Board for this expenditure is passed by a majority of the entire Board. Such expenditure, in turn, must be brought before the membership at the next scheduled General Membership Meeting, stating the reasons the limit was exceeded.</p>
806.	The Board of Directors, subject to membership approval, may from time to time: <p>(a) borrow money on the credit of the Club;</p> <p>(b) issue, sell or pledge securities of the Club; and</p> <p>(c) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Club, including book debt rights, powers, franchises and undertakings, to secure any money borrowed, debt, or any other obligation or liability of the Corporation.</p>

Article IX	
Section	Alterations and Amendments
901.	Any member's proposed change, alteration or amendment to the existing By-Laws or proposal of a new By-Law must be submitted in writing to the Board of Directors in time for the last Board of Directors meeting prior to a next General Membership or Special Meeting.
902.	Notice to amend the By-Laws must be sent to the membership electronically or by standard mail at least ten (10) days prior to a General Membership or Special Meeting.
903.	Alterations and amendments will be presented at a General Membership or Special Meeting and at least two thirds of the members present or by proxy, and entitled to vote, shall be required to vote in favor of such alterations or amendments to make them effective.
904.	Any and all alterations or amendments to the By-Laws, upon becoming effective, shall be posted in the Club.

Appendix "A"	
Part	House Rules
a)	Conduct unbecoming a member or a patron will not be tolerated.
b)	Ontario Regulations under the Liquor License Act, stipulates that the Bar Steward on duty has complete authority in the Club. Members and patrons shall not interfere with that authority.
c)	In the event that any member or patron is guilty of any misconduct, it will be the responsibility of the Bar Steward to take immediate action. If said misconduct continues, the Bar Steward has the authority to ask the member or patron to leave. An "Incident Report" is to be filled out and given to the Board.
d)	An "Incident Report" must be filled out by any staff member regarding matters that need to be brought to the attention to the Board, such as accidents, server complaints, unruly patrons, etc.
e)	If a member or patron is refused service by the Bar Steward and another member or patron supplies him with an alcoholic beverage, they shall be liable to be suspended or expelled from the Club.
f)	Any member or patron may lodge a complaint in writing. Grounds for complaint may include, but not be limited to, theft or misappropriation of club funds or property, conduct discrediting to the club, or a serious breach of clubhouse rules. The complaint shall be addressed to the Board of Directors, signed by the complainant and a brief account of the incident causing the complaint is to be given.
g)	The matter shall be reviewed by the Board as soon as possible after receipt of the complaint. In the case of a complaint against a member and upon approval of the Board, an Officer shall forward by registered mail, a copy of the complaint and the date of a hearing to the member against whom the complaint has been lodged as well as to the complainant.
h)	The complainant and the member complained against may have witnesses at the hearing in their support.

i)	If the complainant does not appear at the hearing without due cause or notification, the complaint must be dismissed. If the member complained against does not appear at the hearing without due cause or notification, the Board may proceed with the hearing in his absence.
j)	After evaluation, the Board may impose a penalty which may include suspension of membership and/or clubhouse privileges. The penalty imposed by the Board is final and notification of final disposition shall be forwarded to the member complained against as well as the complainant.
k)	The Board, at its discretion, may entertain an appeal at some later date.
l)	Service areas at the bar must be clear.
m)	No property belonging to the Club is to be loaned or taken out of the Club without permission of a Board member.
n)	Operation of the television sets and volume are to be controlled by the Steward on duty.
o)	Persons under the age of 19 are permitted to enter the Members Lounge subject to proper supervision and times determined by the Steward on duty or a Board member.
p)	Any employee complaint will be handled in accordance with Human Rights Code Provisions.