



judo alberta

THE ALBERTA KODOKAN BLACK BELT ASSOCIATION

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BY-LAWS

THE ALBERTA KODOKAN BLACK BELT ASSOCIATION (hereinafter referred to as "the Association") enacts that the existing By-laws of the Association, as amended, are rescinded and the following substituted therefor.

I. OFFICES

SECTION 1. PRINCIPAL OFFICE

The principal office of the Association, being the address to which communications and notices may be sent, and at which all process may be served, shall be at such place in the Province of Alberta, as the Executive may, from time to time, designate.

II. MEMBERSHIP

SECTION 1. CLASSES OF MEMBERSHIP

There shall be four classes of membership in the Association, namely: honorary Membership, Regular Membership, Associate Membership, and Life Membership.

a. HONOURARY MEMBERSHIP

Such non judoka as the Association may from time to time appoint shall be entitled to be Honourary Members of the Association and as such shall be entitled to all rights, and privileges of Regular Members, save that they are not to be entitled to vote at, nor shall they be entitled to notice of, but they

shall be entitled to attend meetings of the members of the Association. They shall not be required to pay any membership fees or dues.

b. REGULAR MEMBERSHIP

Any person being of the full age of 18 years, or, holding a Black Belt Degree recognized as such by the Canadian Kodokan Black Belt Association (Judo Canada), may be eligible for Regular Membership and upon acceptance of the application for membership and upon payment of the annual fee, shall become a Regular Member of the Association and shall continue to be a regular member until he resigns or ceases to be a member in accordance with the provisions of these by-laws.

c. ASSOCIATE MEMBERSHIP

Any person studying or practising Judo and not qualifying for Regular Membership, and upon acceptance of the application for membership and payment of the annual fee, shall become an Associate Member of the Association and shall continue to be an Associate Member until he resigns or ceases to be such a member in accordance with the provisions of these by-laws, or until he qualifies for regular membership when he will be immediately granted regular membership rights and privileges. Associate Members shall not be entitled to vote at nor shall they be entitled to notice of, but they shall be entitled to attend meetings of the members of the Association.

d. LIFE MEMBERSHIP

Such Regular or Associate members, as the Regular Members of the Association may from time to time appoint, may be appointed Life Members of the Association and as such shall be entitled to all rights and privileges of Regular Members. They shall not be required to pay any membership fees or dues.

SECTION 2. ELIGIBILITY FOR MEMBERSHIP

Any person:

- i ordinarily resident in Alberta, and
- ii being of good character

may be eligible for membership.

SECTION 3. APPLICATION FOR MEMBERSHIP

Any person may make an application for membership in the form(s) prescribed by the Executive for that purpose. An applicant shall become a member of the Association upon approval of his application by the

Executive and payment in advance of the fee for one year. The means used to identify any member of the Association may be approved by the Executive and may be changed or modified as the Executive sees fit.

SECTION 4. SUSPENSION AND SANCTIONS

A member may be suspended or sanctioned in accordance with the Society's policies and procedures related to discipline, dispute resolution, and safe sport.

A suspended member is not in good standing, may not vote at meetings of the members, is not permitted to have any sport-related involvement with the Society, and may be subject to a probationary period before being reinstated in good standing.

A member may not resign from the Society when the member has been suspended or is subject to an ongoing disciplinary or safe sport investigation or action

SECTION 5. TERMINATION

Membership in the Society will terminate immediately upon:

- i. The member's death;
- ii. The member fails to maintain any of the qualifications or conditions of membership described in these bylaws;
- iii. The member resigns by giving written notice to the Society;
- iv. The member's membership expires, unless renewed in accordance with these bylaws;
- v. The Society is dissolved under the Societies Act; or
- vi. Upon at least fifteen (15) days prior written notice to a member, the Executive Committee may pass a resolution authorizing disciplinary action in respect of such member, or the termination of such member's membership. The notice shall set out the reasons for the proposed disciplinary action or termination of membership. The member receiving such notice shall be entitled to give the Executive Committee a written submission opposing the proposed disciplinary action or termination of membership not less than five (5) days before the end of the said fifteen (15) day period. The Executive Committee shall consider any written submission made by the member before making a final decision regarding disciplinary action or termination of membership.

SECTION 6. DISCIPLINE

A member may be disciplined, suspended, or expelled from the Society in accordance with the Society's bylaws, policies, and procedures. The

Executive Committee maintains authority to establish, amend, and enforce policies governing discipline, dispute resolution, and member conduct.

SECTION 7. GOOD STANDING

A member of the Society will be in good standing provided that the member:

- a) Has not ceased to be a member;
- b) Has not been suspended or expelled from membership or had other restrictions or sanctions imposed;
- c) Has completed and remitted all documents as required by the Society;
- d) Has complied with the bylaws, policies, and rules of the Society;
- e) Is not subject to disciplinary investigation or action by the Society, or if subject to disciplinary action previously, has fulfilled all the terms and conditions of such disciplinary action to the satisfaction of the Executive committee; and
- f) Has paid all required fees to the Society
- g) Has not been suspended, disciplined, or expelled by Judo Canada or other recognized Judo governing body.

III. FEES

SECTION 1. ANNUAL FEES

Annual fees shall be due and payable by Regular and Associate Members in each year on such date and in such amounts as may be set by the Executive Committee from time to time.

SECTION 2. ARREARS

Any member who has failed to pay his fees within 60 days from the date due shall stand suspended from membership and shall not be entitled to the rights and privileges of membership until all arrears of fees are paid, unless the Executive shall otherwise direct.

IV. MEETINGS OF MEMBERS

SECTION 1. ANNUAL MEETING

The Annual Meeting of the members of the Association shall be held at such place within the Province of Alberta, at such time and on such date as shall be determined by the Executive, provided however, that such Annual Meeting shall not be sooner than twenty days after the determination of the time, date and place of such meeting, provided always and subject to the provisions of the Societies Act. At every Annual Meeting, in addition to any other business that may be transacted, the reports of the members of

the Executive, the Committees, and audited financial Statements shall be presented.

SECTION 2. GENERAL MEETINGS

Except where the Societies Act otherwise provides, or the law otherwise requires, the members may consider and transact any business either special or general without any notice thereof at any meeting of the members.

SECTION 3. SPECIAL MEETINGS

Meetings of the members may be called by the Executive or the President of the Association, or meetings shall be called upon the written request of one-tenth of the total number of Regular Members of the Association.

SECTION 4. PERSONS ENTITLED TO BE PRESENT

All members of the Association are entitled to attend meetings of the Association. Any other persons may be admitted only upon the invitation of the Chairman of the meeting or with the consent of the meeting.

SECTION 5. NOTICES AND ELECTRONIC COMMUNICATIONS

Notice of all meetings of members, unless waived in writing or electronically, shall be given at least twenty-one (21) days before the meeting to each Regular and Life member.

Notice may be delivered in person, sent by prepaid mail, or transmitted by electronic means (including email) to the member's physical or email address appearing on the records of the Association. Notices shall state the purpose or purposes for which the meeting is called, as well as the date, time, and physical or electronic location of the meeting

SECTION 6. ERROR OR OMISSION IN NOTICE

No error or omission in giving notice of any annual general meeting, general meeting, or special meeting, or any such adjourned meeting shall invalidate such meeting or make void any proceedings taken or had thereat.

SECTION 7. ADJOURNMENT

Any meetings of the Association or of the Executive Committee may be adjourned to any time and from time to time and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjournment. Such adjournment may be made notwithstanding that no quorum is present.

SECTION 8. QUORUM

One-fifth of the total number of Regular Members in the Association either present in person or by proxy at any meeting of the Association, shall constitute a quorum and in the event that no such quorum is present, the meeting shall stand adjourned to a time and place determined by the President, and the quorum at any such adjourned meeting shall be those members who shall be present in person or by proxy at such adjourned meeting.

SECTION 9. VOTING

Each Regular Member and Life Member of the Association shall at all meetings of the Association be entitled to One (1) Vote and may vote by proxy. Where there is voting by proxy, the proxy shall produce and deposit with the Secretary, in the approved form, sufficient appointment in writing from his appointer or appointers. No member shall be entitled, either in person or by proxy, to vote at meetings of the Association unless he has paid all dues and fees if any, then payable by him to the Association.

SECTION 10. VIRTUAL AND HYBRID MEETINGS

Any meeting of the members or of the Executive Committee may be held entirely by electronic means (such as teleconference or internet-based video conferencing platforms) or as a hybrid meeting allowing both in-person and electronic participation.

Members or Directors participating in a meeting by electronic means are deemed to be present in person at the meeting. Voting at electronic or hybrid meetings may be conducted via online polling, secure electronic ballots, or any method designated by the Executive Committee.

V. GRADING AND PROMOTION

SECTION 1. DAN PROMOTIONS

All matters and powers related to the promotion of members from Ikkyu to and within Dan Rank shall be vested in a Grading Committee, and members of the Association shall be so graded in accordance with the general accepted standards in Canadian Judo. The requirements for promotion to and within Dan Rank may be reviewed by the Executive.

SECTION 2. KYU PROMOTIONS

All matters and powers related to the promotion of Members up to and including the rank of Ikkyu shall be awarded only by at least one Black Belt Regular Member of the Association certified at Level 2 under the National Coaching Certification Program or equivalent certification under

the CBET Program. Members shall be promoted in accordance with the general accepted standards in Canadian Judo.

SECTION 3. REGISTRATION OF PROMOTIONS

All promotions shall forthwith be recorded in the forms prescribed and sent to the Registrar of the Association with the registration fee.

SECTION 4. BELT COLOURS

The colour of belt to be worn by any member shall conform to that standard generally in use in Canada.

VI. OFFICERS

SECTION 1. TITLE AND QUALIFICATIONS

The affairs and operations of the Association shall be managed by an Executive Committee consisting of a President, a Vice President Administration, a Vice President Finance, a Secretary, a Treasurer, a Registrar, an Athlete's Representative, a Gender Equity Committee Representative and the Chair of the Regional Council and such officers as the regular members may from time to time determine. The people serving in these roles also hold the position of director. Any person may hold more than one office.

SECTION 2. REMOVAL AND RESIGNATION

A Director may be removed by Ordinary Resolution of the Members at an Annual Meeting or Special Meeting, provided the Director has been given notice of and the opportunity to be heard at such a meeting. Any officer may resign at any time by giving written reasonable notice to the Executive and Regular Membership of the Association. Any resignation shall take effect at the date of the receipt of such notice or any other later time specified therein and unless otherwise specified the acceptance of any such resignation shall not be necessary to make it effective.

SECTION 3. DUTIES OF THE PRESIDENT

The President shall be the Chief Executive Officer of the Association and ex officio a member of each committee. He shall, when present, preside at all meeting of the Association. The President, together with the Secretary or other officer appointed by the Regular Membership for the purpose shall sign all resolutions. The President will be the official representative of the Association at all meetings of Judo Canada, and submit the necessary proposals of the Association to Judo Canada. He shall perform such duties as may from time to time be determined by the Executive

SECTION 4. DUTIES OF THE VICE PRESIDENT - ADMINISTRATION

The Vice President ~ Administration of the Association shall perform all duties performed by the President in the absence of the said President and other duties as assigned by the Executive.

SECTION 5. DUTIES OF THE VICE PRESIDENT – FINANCE

The Vice President Finance of the Association shall be responsible for the financial planning of the Association and be responsible for the organizing and obtaining of the grants available to the Association. He shall also perform such other duties as may from time to time be determined by the Executive.

SECTION 6. DUTIES OF THE SECRETARY

The Secretary shall attend meetings of the Association and record all facts and minutes of all proceedings in the books kept for that purpose. He shall give all notices required to be given to members and to directors. He shall be the custodian of all books, papers, records, correspondence, contracts, and other documents belonging to the Association. He shall perform such other duties as may from time to time be determined by the Executive.

SECTION 7. DUTIES OF THE TREASURER

The Treasurer shall keep a full and accurate account of all receipts and disbursements of the Association in proper books of account and shall deposit all money or other valuable effects in the name and to the credit of the Association in such bank or banks as may from time to time be designated by the Executive. He shall disburse the funds of the Association under the direction of the Executive taking proper vouchers and shall render to the Executive at the regular meetings thereof or whenever required of him an account of all his transactions as Treasurer and of the financial position of the Association. He shall also perform such other duties as may from time to time be determined by the Executive.

SECTION 8. DUTIES OF THE REGISTRAR

The Registrar shall be generally charged with the keeping of a register of members, a record of promotions, and any and all tournament records. He shall also perform such other duties as may, from time to time, be determined by the Executive.

SECTION 9. DUTIES OF THE ATHLETE'S REPRESENTATIVE

To represent the interests of all provincial team members.

SECTION 10. DUTIES OF THE GENDER EQUITY COMMITTEE REPRESENTATIVE

To represent the interests of members of the Association. To provide leadership, direction and strategic advice regarding the participation and development of equity deserving members. To design and

recommend programs specific to the needs of female members and other equity deserving members.

SECTION 11. TERM OF OFFICE

All officers of the Association shall be elected at an Annual Meeting and shall hold office for a term of two years. No officer may hold the same office for more than three consecutive terms. When an officer resigns or is unable to carry out his duties before the expiry of his term the Executive may appoint a member to replace the resigning or disable officer and such replacing officer shall hold office until the expiry of the current term.

Election of officers shall be in alternate years with the positions of President, Vice President - Administration, Secretary, Treasurer, and Regional Chair in one year followed by the positions for Vice President of Finance, Registrar, Athlete's Representative and Gender Equity Committee Representative the next year.

SECTION 12. POWERS OF THE OFFICERS

Except as otherwise provided in the Act or these By-laws, the Officers has the powers of the Corporation and may delegate any of its powers, duties, and functions, including:

- a) Make policies and procedures or manage the affairs of the Corporation in accordance with the Act and these By-laws;
- b) Make policies and procedures relating to the discipline of Members and Registrants and have the authority to discipline Members and Registrants in accordance with such policies and procedures.
- c) Make policies and procedures relating to the management of disputes within the Corporation and deal with disputes in accordance with such policies and procedures;
- d) Employ or engage under contract such persons as it deems necessary to carry out the work of the Corporation;
- e) Determine registration procedures and membership fees, dues, assessments, charges, and other registration requirements;
- f) Enable the Corporation to receive donations and benefits for the purpose of furthering the objects and purposes of the Corporation;
- g) Make expenditures for the purpose of furthering the objects and purposes of the Corporation;
- h) Borrow money upon the credit of the Corporation as it deems necessary in accordance with these By-laws; and
- i) Perform any other duties from time to time as may be in the best interests of the Corporation.

SECTION 13. INDEMNIFICATION AND LIABILITY

Every Officer, Director, or committee member of the Association acting in good faith and in accordance with their duties shall be indemnified and saved harmless out of the funds of the Association from and against:

a. Any and all costs, charges, and expenses whatsoever that such person sustains or incurs in or about any action, suit, or proceeding brought, commenced, or prosecuted against them for or in respect of any act, deed, matter, or thing made, done, or permitted by them in or about the execution of the duties of their office; and

b. All other costs, charges, and expenses that they sustain or incur in or about or in relation to the affairs of the Association, except such costs, charges, or expenses as are occasioned by their own willful neglect, fraud, or default. The Association shall maintain adequate Directors and Officers (D&O) liability insurance coverage at all times.

SECTION 14. CONFLICT OF INTEREST

Any Director or Officer who is a party to, or who has a direct or indirect financial interest in, a contract, transaction, or decision being considered by the Executive Committee shall immediately disclose the nature and extent of their interest to the Executive Committee.

Such Director shall abstain from taking part in discussions, voting, or attempting to influence the decision on the matter, and shall not be counted in the quorum for that vote.

VII. REGIONAL COUNCIL AND ZONE REPRESENTATIVES

SECTION 1

There shall be one Zone Representative for each of eight members of the Association representing the eight sporting zones in the Province of Alberta established by the Government of Alberta.

SECTION 2

Zone Representatives shall be selected or elected by the member clubs within their respective zones prior to the Annual General Meeting, in accordance with the procedures established in the Association's policies.

- I. If a single qualified candidate is nominated by the member clubs in a zone, that candidate shall be appointed by acclamation.
- II. If two or more qualified candidates are nominated in a zone, an election shall be conducted where each member club in that zone holds a vote prior to the Annual General Meeting.
- III. The election results shall be submitted to the Executive Committee for formal confirmation and approval at or before the Annual General Meeting.

SECTION 3. POWERS AND DUTIES OF THE REGIONAL COUNCIL

- a. To plan, sponsor and co-ordinate Judo events in their respective zones subject to the approval of the Executive of the Association.
- b. To act as liaison between the general membership and club membership in each zone and the Executive.
- c. To advise the Executive on funding and general programs.
- d. The Regional Council shall keep minutes of its meetings and provide a copy to the Secretary.
- e. The Regional Council shall meet at least once in each year.

VIII COMMITTEES

SECTION 1. JUDO ALBERTA PLANNING COMMITTEE

There shall be an advisory committee consisting of the members of the Executive, the members of the Regional Council, and all committee chairmen, which shall meet at least once in each year to review past plans and results, formulate budgets and plans for the coming year and any future years as deemed necessary.

SECTION 2. OTHER COMMITTEES

There shall be a Grading Committee, a Technical Committee, a Referees Committee, a Gender Equity Committee, a NCCP Committee, a LTAD Committee, a Awards Committee and a Coaches Committee. The Chairman of each Committee and the Head Coach shall be appointed by the President. Each such appointed person shall provide a list of committee or staff members to the Executive for approval.

The Executive or the Annual Meeting may establish such additional committees as they deem necessary from time to time. The purpose, duties, membership and other terms of such committees shall be fully set out in the Minutes of the Meeting bringing the committee into existence and such committee shall continue to exist until dissolved by a meeting of the Executive or the Annual Meeting.

All committee members shall hold office for a term of two years.

All committees shall keep minutes of their meetings and provide a copy to the Secretary.

IX. MISCELLANEOUS

SECTION 1. REMUNERATION OF OFFICERS AND MEMBERS

No officer or member of the Association shall receive any compensation for any services rendered as an officer or member unless the same shall first have been approved by a meeting of the members of the Association. Without restricting the generality of the foregoing, the Regular Membership of the Association may from time to time allocate funds to an officer or member of the Association to reimburse them for out of pocket expenses while carrying out the official business of the Association.

SECTION 2. AUDIT AND BOOKS OF ACCOUNT

The books, accounts and records of the Association shall be audited at least once each year by a duly qualified accountant or by two members of the Association appointed for that purpose by the Executive at the Annual Meeting.

A complete and proper statement of the standing of the books of the previous year shall be submitted by the Treasurer to the Annual Meeting.

The books and records of the Association may be inspected by any member 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 the same. Each member of the Executive shall always have access to such books and records.

SECTION 3. BORROWING POWERS

For the purpose of carrying out its Objects, the Association 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 Association and in no case shall debentures be issued without the sanction of a special resolution of the Association.

SECTION 4. AMENDMENT

These By-laws may be rescinded, altered or added to by a special resolution passed by a majority of not less than three-quarters of the Regular Members as are present in person or by proxy at a general meeting of which written notice specifying the intention to propose the resolution as a Special Resolution has been duly given.

SECTION 5. INTERPRETATION

In these By-laws, unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender as the case may be, and vice versa, and the references to persons shall include firms and corporations. Wherever reference is made to any statute or section thereof, such reference shall be

deemed to apply to any amendment to the said statute or section as the case may be. When construing the by-laws reference shall be made to the Societies Act and words and expressions used in the by-laws shall, so far as the context does not otherwise require, have the same meaning as would be the case when used in the Societies Act.

SECTION 6. CLUBS

Any members of the Association forming themselves into a club for the purpose of practising the sport of Kodokan Judo must have the club registered with the Association and the Association may levy a fee for such registration.

A club must have a Regular Member(s) of the Association as the person(s) responsible for the teaching of the sport of Kodokan Judo.

All members of the Association must, when practising within the Province of Alberta, practice only in a club registered under these by-laws.

SECTION 7. REGIONAL ACTIVITIES

Any member clubs wishing to form a regional body and registering that regional body annually with the Association, may do so on completing an application for recognition. The Association may levy a fee for such registration. The clubs forming the regional body must be individually registered with the Association under Section 6.

SECTION 8. CUSTODY AND USE OF SEAL

The Executive may adopt a seal which shall be the common seal of the Association.

The common seal of the Association shall be under the control of the Executive and the responsibility for its custody and use from time to time shall be determined by the Executive.

X. DISSOLUTION

Upon dissolution of the Association, and after payment of all debts and liabilities, its remaining properties and assets shall be distributed to any recognized Canadian amateur athletic association or to any recognized charitable organization.

XI. RULES, REGULATIONS, POLICIES

The Executive Committee may prescribe rules, regulations and policies not inconsistent with these by-laws relating to the Associations activities.