

**RESOLUTES AMATEUR  
ATHLETIC CLUB**



**CONSTITUTION  
and  
BY-LAWS**

INCORPORATED 1901  
REPRINT 2019

**Resolutes Amateur Athletic Club  
Constitution and By-Laws  
Incorporated 1901  
Reprint 2019**

**Table of Contents**

Chapter 153.....	2
Article 1 Name .....	5
Article 2 Object .....	5
Article 3 Badge .....	5
Article 4 Membership .....	5
Article 5 Election of Members .....	9
Article 6 Fees and Dues .....	9
Article 7 Officers and Committee Members .....	10
Article 8 Management Committee .....	11
Article 9 Positions of the Management Committee .....	13
Article 10 Election of Officers and Committee Members .....	16
Article 11 Meetings of the Club .....	18
Article 12 Resignations .....	20
Article 13 Expulsion .....	21
Article 14 Private Property .....	22
Article 15 Club Funds .....	23
Article 16 Operation of Membership Cards .....	24
Article 17 Advisory Committee .....	25
Article 18 Amendments .....	25
Article 19 Conclusion .....	26

## Chapter 153

An Act to Incorporate the Resolutes Amateur Athletic Club of Halifax (Passed the 4th day of April, A.D., 1901)

Be it enacted by the Governor, Council and Assembly as follows:

1. Richard J. Waugh, Norman P. Leahy, Charles W. Downey, Joseph F. Smith and Charles Kehoe, all of the City of Halifax and other members and associates of the Club hereby incorporated, and all who shall hereafter become members thereof, are hereby constituted a body corporate under the name of the “Resolutes Amateur Athletic Club of Halifax”.

1.(1) Chapter 153 of the Acts of 1901. An Act to Incorporate the Resolutes Amateur Athletic Club of Halifax, is amended by repealing Sections 3 and 4 thereof and by substituting therefore the following Sections:

2. The object of the Club shall be the promotion and encouragement of athletics and the physical improvement of its members.

3. The Club may:

(a) Acquire by way of grant, gift, purchase, bequest, devise or otherwise, real or personal property;

(b) Buy, hold lease, mortgage, sell, convey or otherwise deal with real or personal property;

- (c) Draw, make accept, endorse, discount, execute or issue promissory notes, bills of exchange, cheques or other negotiable or transferable securities;
  - (d) Borrow money and secure the repayment of the same by any form of bond, debenture, mortgage, promissory note of other security, whether of a like nature or not;
  - (e) Do all such matters and things as may be necessary for or conducive to the carrying out of the objects of the Club or conduct and management of its affairs.
4. The Club may make, alter and repeal by-laws:
- (1) (a) Respecting membership in the Club;
  - (b) Respecting the calling, holding and conduct of meetings of the Club and committees thereof;
  - (c) Respecting the quorum required at meetings of the Club and of the committees thereof, which quorum need not constitute a majority of the members of the Club or committee, as the case may be.
  - (d) Providing for officers and committees of the Club and respecting their manner of appointment of election, terms of office, removal, duties and powers;
  - (e) Respecting any manner of thing relating to the exercise of the objects of the Club or to the conduct or management of affairs, business or property of the Club.

- (2) The by-laws of the Resolutes Amateur Athletic Club of Halifax in force at the time of the coming into force of this Act shall remain in force until they are repealed or others are made in their stead.
5. Upon the passing of this Act all funds and property real and personal, or mixed, now belonging to or held in trust by the said Club, shall vest in and become the property of the corporation hereby created, and the said corporation shall be accountable for all debts, engagements and liabilities of the Resolutes Amateur Athletic Club.
6. No member of the Club shall be liable in his person or separate estate for the debts of the Club unless he shall have made himself personally responsible therefore.

**By-Laws of the Resolutes Amateur Athletic Club of  
Halifax, Nova Scotia  
(As amended this 29th day of June, 2019)**

**Article 1 – Name**

This Club shall be called the Resolutes Amateur Athletic Club of Halifax, Nova Scotia.

**Article 2 – Object**

The object of this Club shall be the promotion of physical health and well-being of its members, particularly through amateur athletics and to encourage the social activity of its members. We shall provide a welcoming, respectful, supportive environment for members and guests.

**Article 3 – Badge**

The club badge shall be a pennant with the word “Resolutes” written thereon. The club colors shall be burgundy and gray.

**Article 4 – Membership**

**Section (1)**

Any person having attained the legal age as set by the Nova Scotia Liquor Commission, and approved of by the Management Committee, shall be eligible for membership.

## **Section (2)**

Any person who has paid the Regular member fee, and so approved by the Management Committee shall be accepted as an Associate member for one year at which point if they are in good standing they will become a Regular member with full member privileges.

## **Section (3)**

### **Regular Member**

A member who has been a “member in good standing” for one year and has paid their dues on time:

- Has full voting privileges
- Has full social benefits
- May hold a position on the Management Committee

To be eligible for the Executive, a member must have served on the Management Committee for at least one (1) term or has been a past Executive Officer.

May make nominations for candidates for the Executive or Management Committee

### **Associate Member**

- Has full social benefits
- Cannot vote or make nominations at Election of Officers
- Has no vote at Quarterly or Special meetings
- Pays full Regular member fee

## **Social Member**

- Fee will be at a set reduced Regular member fee as stated by the Management Committee
- This membership will be set to a maximum of three (3) calendar years
- Has full social benefits
- Cannot vote or make nominations at Election of Officers
- Has no vote at the Quarterly or Special meetings

## **Student Member**

- Fee will be at a set reduced Regular member fee as stated by the Management Committee
- Must be a current registered student in a Post-Secondary institution and show their current Student I.D. upon paying for their membership
- Has full social benefits
- Cannot vote or make nominations at Election of Officers
- Has no vote at the Quarterly or Special meetings

## **Life Member**

Any Regular Member in good standing for ten or more years and not in arrears for dues and has reached the age of 65 years will be eligible for a Life Membership and will no longer pay dues but will retain all of the privileges of a Regular member.

## **Staff Members – part-time or full-time**

- Not required to pay dues
- Has full social benefits
- Not allowed to make nominations at the Election of Officers
- Has a vote at Quarterly, Special and Election of Officers meetings
- Cannot hold a position on the Executive or Management Committee

If a Staff member retires, or resigns, and they have been employed more than two years, they will be classified as a Regular Member and be required to pay dues the following December 31st.

If a Staff member is suspended or fired, they must apply for membership to the Club.

### **Section (4)**

The Management Committee will have the ability to set a maximum membership enrollment, and/or stop accepting new members, if they feel the membership count exceeds the ability of the Club to perform in an efficient and safe environment.

## **Article 5 – Election of Members**

### **Section (1)**

Candidates for membership shall be proposed in writing by members of the Club and the candidates' application shall be recommended for membership to the Management Committee. The Operational Manager shall provide a list of new candidate applications at each Management Meeting for review.

The Management Committee will have the final responsibility for all membership approvals.

## **Article 6 – Fees and Dues**

### **Section (1)**

The membership fee shall be determined by the Management Committee, from time to time.

### **Section (2)**

Such fee shall accompany every proposal for membership and in the event of such proposal being rejected; the said fee shall forthwith be refunded. The entrance fee shall constitute the balance of the yearly dues for the year of entrance except if altered by the Management Committee.

### **Section (3)**

Every Regular, Associate, Social and Student Member of the Club shall pay yearly dues as determined by the Management Committee. The Management Committee shall post yearly

dues and state they are due on the 31st of December with a 31-day grace to January 31st. Anyone failing to pay on time will no longer be a Regular, Associate, Social or Student Member and assumed to have resigned.

## **Article 7 – Officers and Management Committee**

### **Section (1)**

The Executive of the Club shall consist of a President, Vice-President, Treasurer and Secretary, all of whom shall be elected at a general meeting of the Club, called “Election of Officers”, held in the month of April, every second year. These positions are referred to as “Officers” of the Club.

### **Section (2)**

In addition to the above Executive being elected at the Election of Officers; three (3) Committee Members shall be elected and together make up the “Management Committee”.

### **Section (3)**

An elected Officer or Committee Member shall not be allowed to work part-time or full-time for the Club unless approved by the Management Committee.

## **Article 8 – Management Committee**

### **Section (1)**

The Management Committee shall have control of all property, assets and effects of the Club with power to be obtained at a Quarterly or Special Meeting of the Club to sell or dispose of the same or any part thereof.

### **Section (2)**

The Management Committee shall enforce the preservation of order and obedience to the By-laws and rules of the Club.

### **Section (3)**

The Management Committee shall not discuss or disclose information about the Club its activities to any person or entity unless such information is already a matter of public knowledge, such person or entity has a need to know, or the disclosure of such information is in furtherance of the Clubs' purposes, or can reasonably be expected to benefit the Club.

The Management Committee shall use discretion and good business judgment in discussion the affairs of the Club with third parties.

Without limiting the foregoing, the Management Committee may discuss upcoming fundraisers and the purposes and functions of the Club, including but not limited to accounts on deposit in financial institutions.

Each Officer and Committee Member shall execute a confidentiality agreement consistent herewith upon being voted onto and accepting appointment to the Management Committee.

#### **Section (4)**

The Management Committee shall have power to employ such persons and assistants and to make such regulations for the economy, comfort and success of the Club as they may think proper.

#### **Section (5)**

The Management Committee shall, at the quarterly meeting of the Club, make a full report of their proceedings during the previous quarter and recommend such measures as they may deem advisable.

#### **Section (6)**

The Management Committee shall have the power to appoint Sub-Committee(s) or person(s) and to delegate to them such branches of its work as it may deem proper.

#### **Section (7)**

The Management Committee shall set the President Discretionary Fund limit each year at the first Management Committee meeting of the new fiscal year.

## **Article 9 – Positions on the Management Committee**

### **Section (1)**

#### **President:**

- Shall set the agenda and preside at all meetings
- Shall see that the rules of the Club are strictly enforced
- Shall have a general supervision over the affairs of the Club
- To order special meetings of the Club at the request of the Management Committee or members
- Shall make decisions on any emergency matter(s) requiring expediency based on their best judgement of what the overall membership would want
- To declare the votes at the Election of Officers meeting
- Shall have the authority to do a spot audit at any time at their discretion
- Shall appropriately manage the President Discretionary Fund as provided in Article 8, Section (7)
- Shall sign all certificates of membership

### **Section (2)**

#### **Vice-President:**

- Assists the President
- Provides any communications at the Quarterly meeting
- In the absence of the President shall perform their duties.
- Shall perform such other duties in connection with the Club as per Management Committee

### **Section (3)**

#### **Treasurer:**

- Shall conduct a monthly review of the monthly financial statement with the Manager and Club Bookkeeper
- Shall report such financial statement to the Management Committee
- Shall receive and have custody of all money, bonds, titles, deeds and other securities belonging to the Club and shall keep and manage the same, under the direction and control of the Management Committee
- Shall present financial report at the Quarterly Meeting including specific line item for President Discretionary Fund
- Shall provide a reconciled accounting of the previous year financial records within three (3) months of the fiscal year end
- In the absence of the President and Vice-President shall have the power to appoint a Chair to assume the President duties

### **Section (4)**

#### **Secretary:**

- Shall keep to the agenda and keep an accurate record of the proceedings at all regular and special meetings of the Club and the Management Committee
- Shall keep a record of the name and relevant information of each member
- Shall keep an accurate record of all yearly dues paid
- Shall sign all certificates of membership

- Shall give notice of all meetings of the Club as provided in Article 10, Section (4)
- Shall present previous minutes at the Quarterly Meeting
- Shall perform such other duties in connection with the Club as per Management Committee

### **Section (5)**

#### **Committee Member (3):**

- Assists the Officers of the Club
- Lead special projects and/or committees as assigned by the President
- In the absence of the Secretary shall perform their duties
- Shall perform such other duties in connection with the Club as per Management Committee

### **Section (6)**

#### **Operations Manager:**

- Attends Management Committee meetings to provide status since previous meeting on the following topics:
  - Bar & Kitchen Operations/Sales
  - Staff
  - Maintenance
  - Events
  - Members
  - General/Other
- Gives operational opinion/advice/recommendations on issues before the Management Committee
- Has no vote within the Management Committee

## **Article 10 – Election of Officers and Committee Members**

### **Section (1)**

Any member whose membership was expelled or suspended from the Club, regardless of length of time, shall not be eligible to run for any position on the Management Committee for one (1) year from the date on which he or she was reinstated as a Regular Member.

If he or she was a Management Committee member of the Club they will be deemed to have resigned from their position as at the date of their expulsion or suspension.

### **Section (2)**

Any member who resigns from the Club and rejoins the Club shall not be able to vote or be nominated until they have been a member for one (1) full year since rejoining.

### **Section (3)**

There will be a nominations meeting held one (1) month prior to the Election of Officers, where candidates for any of the above positions shall be nominated. There shall be no nomination from the floor election night.

Members can be nominated to run in the election for more than one (1) Executive position. To be eligible for an Executive position, refer to Article 4, Section (3). Committee Members are looked at as a whole with the top three (3) vote getters elected.

Proxies will be accepted at the nomination meeting, however, a proper written proxy will be necessary and must be signed by member nominating and the member nominated.

#### **Section (4)**

Voting on the day of the Election of Officers meeting will commence at 11:00 am running to 6:00 pm sharp at the Club.

Votes are encouraged to be done in person but proxy votes can be done via approved written or email formats. At 6:00 pm votes will be tallied by the Management Committee designate(s).

#### **Section (5)**

A candidate, to be elected, must have a majority of the votes cast.

In a case where two or more ballots are required, the candidate receiving the smallest number of votes on the preceding ballot shall be dropped at each ballot taken.

Candidate does not have to be present to be elected on election night.

#### **Section (6)**

Results of the vote will be announced at the end of the tally as part of the Election of Officers meeting targeted for 8:00 pm.

## **Article 11 – Meetings of the Club**

### **Section (1)**

The bi-annual Election of Officers meeting shall be held in the month of April, for the election of the Management Committee.

### **Section (2)**

Quarterly meetings of the Club for the members shall be held on or before the last week of March, June, September and December.

A quorum of fifteen (15) voting members on the floor is required to activate a Quarterly meeting. This is to be confirmed using the current membership list by the Secretary at said meeting.

Fifteen percent (15%) of the total voting membership up to a maximum of fifty (50) members on the floor shall form a quorum for any voting items on the agenda. If a quorum is not achieved the voting item must be tabled for a special meeting or the next Quarterly Meeting where it meets the quorum requirement.

### **Section (3)**

A special meeting of the Club may be called whenever the Management Committee shall deem it expedient or whenever the President shall be required to call one by the written request of fifteen (15) Regular, Life or Staff members setting forth purpose thereof.

All members who petition a special meeting must be present at the meeting.

Fifteen percent (15%) of the total voting membership up to a maximum of fifty (50) members on the floor shall form a quorum for any voting items on the agenda. If a quorum is not achieved the voting item must be tabled for a special meeting or the next Quarterly Meeting where it meets the quorum requirement.

#### **Section (4)**

At least ten days notice by poster in the Club rooms shall be given of all quarterly meetings of the Club. Notice of special meetings to be by poster in the Club room, or in such other manner as the Management Committee shall deem expedient.

#### **Section (5)**

The order of business at all regular Quarterly Meetings shall be as follows:

- **Welcome (President)**
- **Minutes from preceding Quarterly Meeting (Secretary)**
- **Financial Report (Treasurer)**
- **Communications (Vice President)**
- **Old Business (President)**
- **New Business (President)**

## **Section (6)**

The Management Committee shall hold meetings at such times as they may be called together by the Secretary on the order of the President or any two members of the committee giving notice to each member of such committee.

## **Section (7)**

In general, and to reflect the ethos of the Club, whereas we want to be as inclusive as possible and not favour any particular cause or ideology that may divide the membership. There shall be no events that are intended to support or oppose a particular political candidate, campaign, party or cause.

## **Article 12 – Resignations**

### **Section (1)**

All resignations of Management Committee members should be made in writing and submitted to the President or Secretary and will be dealt with at the next regular Meeting of the Management Committee.

### **Section (2)**

Any of the Management Committee members may, for repeated negligence or dereliction of duty, be removed by a two-third vote of the Management Committee and deemed as resigned.

### **Section (3)**

Any regular member who submits their resignation to the Management Committee or fails to pay dues on time Article 6, Section (3), and at a later date wishes to rejoin the Club, must fill out a new membership application and the candidates' application shall be brought to the Management Committee for classification.

## **Article 13 – Expulsion**

### **Section (1)**

For the purposed of this document; “expulsion or expelled” is considered to have lost membership to the Club whereas “suspension or suspended” is considered to have lost all privileges of Member status but retained membership to the Club.

### **Section (2)**

Any member who shall misbehave at a meeting of the Club, disturb the order thereof, or refuse obedience to the presiding officer, shall be liable to be suspended or expelled and shall forthwith be excluded from such meetings unless he or she make a suitable apology.

### **Section (3)**

Any member, guest or staff who indulged in any illegal activities in the Club or on Club property shall be expelled.

## **Section (4)**

Any member, guest or staff using unacceptable conduct or profanity, or who physically or verbally abuses a member, guest or staff in the premises or on the property, or at any club function shall immediately leave the Club, the property or the function and assume to have been suspended.

Their actions will be reviewed at the Management Committees' earliest convenience and said member shall assume they are suspended until hearing back on their membership status via letter from Operational Manager.

## **Section (5)**

Any member who is expelled has to serve a minimum of ninety days before applying for new membership; their acceptance will be at the discretion of the Management Committee.

## **Article 14 – Private Property**

### **Section (1)**

No member, guest or staff shall use the private property of another without their permission and breach of this provision will result in possible suspension.

## **Section (2)**

Any member, guest or staff willfully damaging or breaking any of the apparatus or other property of the Club shall replace the same at their own expense and/or be suspended for a period of time as designated by the Management Committee.

## **Article 15- Club Funds**

### **Section (1)**

All monies of this Club shall be under the jurisdiction of the Management Committee at all times and shall be kept in either a chartered bank or their affiliate company.

### **Section (2)**

The operating funds of the Club shall be kept in a chartered bank and shall be withdrawn only on the joint cheque signed by two of the four signing authorities. (President, Vice President, Treasurer and Operational Manager)

### **Section (3)**

All proposed expenditure other than normal operational, donation and charitable expenditures shall be brought to the members in accordance with Article 11, Section (3) at a quarterly or special meeting for approval prior to the expenditure.

## **Section (4)**

### **Donations:**

All donations to be made to recognized amateur sports organizations or registered charitable societies only.

## **Section (5)**

### **Sponsorships:**

- All in-house teams, teams that play on a regular basis for the club, will receive a sponsorship per year
- Outside teams, teams that do not play on a regular basis for the club, must have a fifty percent (50%) membership and file an application for a sponsorship
- All sponsorship limits or amounts will be determined by the Management Committee at the last scheduled meeting of the fiscal year for the upcoming fiscal year

## **Article 16 – Operation of Membership Cards**

### **Section (1)**

The Secretary will keep an accurate record of all club members' full name and relevant information in order to grant or renew membership cards.

All membership application or renewal forms must be completely filled out with all requested information in order to be processed.

A duplicate receipt book will be kept to include date, card number and normal receipt information upon payment for application or renewal of membership. One copy will be given to member with one kept for Club.

## **Section (2)**

Members are required to present their membership card upon request from staff when entering the Club. If membership card is not available, staff have the right to request said person to leave or be signed in until such time as they can prove their membership.

## **Article 17 – Advisory Committee**

### **Section (1)**

An advisory committee of no less than three (3) and a maximum of six (6) past Management Committee Members may be formed to assist the President with atypical or extraordinary matters concerning the Club. These committee members will be chosen by the President.

## **Article 18 – Amendments**

### **Section (1)**

These By-Laws may be amended or repealed by a two-thirds vote of a members quorum present at a quarterly meeting or a special meeting called for that purpose; provided that notice in writing of such amendment or repeal has been given at a previous quarterly or special meeting of the Club.

## **Article 19 – Conclusion**

**“All former By-Laws of the Club are hereby repealed”**

Amended June 25, 2019

President: Linda English

By-Laws Committee: Umberto Catalano  
Steve Rockwell  
Sue Uteck  
Wayne Kirk

