

No. 11364

CERTIFICATE of INCORPORATION

I HEREBY CERTIFY THAT

- CALGARY MASTERS SWIM CLUB -

IS THIS DAY INCORPORATED UNDER THE SOCIETIES ACT OF THE PROVINCE OF ALBERTA
GIVEN UNDER MY HAND AND SEAL OF OFFICE AT EDMONTON, ALBERTA,

THIS fourteenth DAY OF September A.D. 1978.

Paul J. Carrier
N Registrar of Companies
(Paul J. Carrier)



Alberta
CONSUMER AND
CORPORATE AFFAIRS

CALGARY MASTER SWIM CLUB

RECEIVED
AUG 16 1978
REGISTRAR
OF COMPANIES
PROVINCE OF ALBERTA



500-11364

REGISTERED
SEP 14 1978
THE REGISTRAR OF COMPANIES
PROVINCE OF ALBERTA

MAR 31 1978
OFFICE
REGISTRAR OF COMPANIES

SCHEDULE A
THE SOCIETIES ACT
(Section 7)

APPLICATION

We, the undersigned, hereby declare that we desire to form a society under The Societies Act, and that

- (1) The name of the society is the Calgary Masters Swim Club
- (2) The object of the society is to develop a blend of recreational and competitive swimming for adults in accordance with the Canadian Amateur Swimming Association.
- (3) The operation of the society are to be chiefly carried on in the City of Calgary in the Province of Alberta.

Dated this 13th day of March, 1978.

Name	Occupation	Address
A. Kidd	Sales Employee	1131 Hunter Street SW, Calgary
R.D. New	Teacher	9415 Allison Road SE, T2S 1G2
D.C. Patchell	Technologist	1709 19 Ave NW, T2M 2S5
Patti Deedy	Dental Hygienist	240 Woodpark Pl. SW
R. Wallis	Teacher	1233 Varsity Estates RD NW, Calgary, Alberta, T2B 2W3

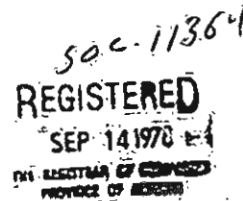
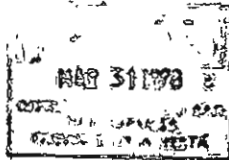
Witness:

[Signature]
Bull: 4 St. N. W. HAVEN DRIVE N.A.
CALGARY
ALTA. T. 2 K 2 J1

78/04/20
at com
X

REGIST OFFICER

CALGARY MASTER SWIM CLUB



By-laws

Definitions

- (a) This society, known as the Calgary Master Swim Club shall hereinafter be referred to as the "Club".
- (b) The Club year shall commence October 1st. ✓

Memberships

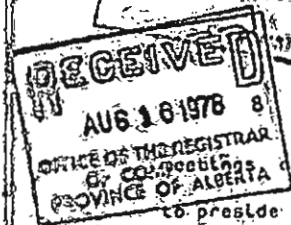
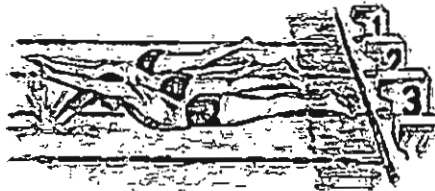
- The membership fee in Club shall be a monthly fee, which will be determined at the June meeting; and will be subject to revision when the city raises the pool fees. Any person may become a member (if residing in Alberta) by a favourable vote passed by a majority of the members at any properly constituted meeting of the Club and upon payment of the Membership Fee. Such voting shall be by ballot, unless the meeting by resolution otherwise decides.

All members are to be carded with the Alberta Amateur Swimming Association.

President

- The President shall be ex-officio a member of all Committees. He shall, when present, preside at all meetings of the Club and of the Executive Committee. In his absence the Vice-President shall preside at any such

CALGARY MASTER SWIM CLUB



and in the absence of both, a chairman may be elected by the meeting to preside thereat.

Executive Committee

4. Executive Committee shall consist of the elected officers:

President, Vice-President, Secretary, Treasurer, and the Head Coach.

5. The Executive Committee shall, subject to the by-laws or directions given it

by the majority vote at any meeting properly called and constituted, have

full control and management of the business affairs of the Club, PROVIDED,

HOWEVER, that no single expenditure in excess of \$200.00 may be authorized

by the Executive Committee without the prior approval of the duly constituted

meeting of the membership at large first had and obtained. Meetings of the

Executive Committee shall be held as often as the business of the Club shall

require. A special meeting may be called on the instructions of any two

members thereof provided they request the President in writing to call such

meeting and state the business to be brought before the meeting. Meetings of

Executive Committee shall be called by ten days' notice in writing mailed to

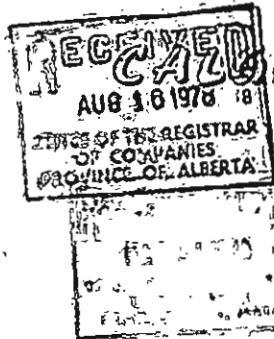
each member or by three days' notice by telegram or telephone. Any

three members shall constitute a quorum and meetings shall be held without notice

if a quorum of the Executive Committee is present, provided however, that any

business transactions at such meetings shall be ratified at the next regularly

called meeting of the Executive Committee otherwise they shall be null and void.



CALGARY MASTER SWIM CLUB



Secretary

6. It shall be the duty of the Secretary to attend all meetings of the Club and of the Club and of the Executive Committee, and to keep accurate minutes of the same. He shall have charge of the SEAL of the Club which seal whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of death or inability of either to act, by the Vice-President. In case of the absence of the Secretary, his duties shall be discharged by such officer as may be appointed by the Executive Committee. The Secretary shall have charge of all the correspondence of the Club and be under direction of the President and the Executive Committee.
7. The Secretary shall also keep a record of all the members of the Club and their addresses and send all notices of the various meetings as required.

TREASURER

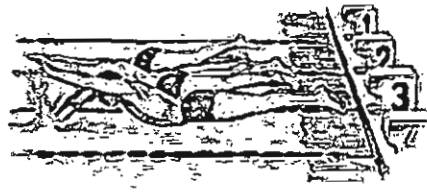
8. The Treasurer shall collect and receive all monies paid to the Club and shall be responsible for the deposit of same in whatever Bank the Executive Committee may order. He shall properly account for the funds of the Club and keep such books as may be directed. He shall present a full detailed account of receipts and disbursements to the Executive Committee whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited as hereinafter set forth of the financial position of the Club and submit a copy of same to the Secretary for the records of the Club. The office of the Secretary and Treasurer may be filled by one person if any Annual Meeting for the election of officers shall so decide.

AUDITING

9. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Club elected for that purpose. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor.

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OF COMPANIES
EDMONTON ALBERTA

CALGARY MASTER SWIM CLUB



at the Annual Meeting of the Club. September 30th in each year shall be the end of the fiscal year of the Club.

10. The books and records of the Club may be inspected by any member of the Club 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. Each member of the Executive Committee shall at all times have access to such books and records.

MEETINGS

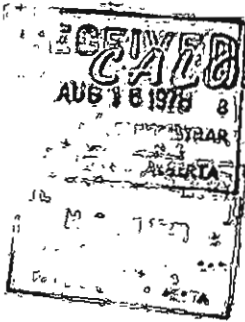
11. This club shall hold an annual meeting on or before the 30th of June in each year, of which meeting due notice shall be given to all members. At this meeting there shall be elected a President, Vice-President, Secretary, Treasurer (or Secretary-Treasurer). The officers and directors so elected together with the head coach shall form an Executive Committee, and shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled at the next meeting, provided it is so stated in the notice calling such meeting.

12. Meetings of the Club may be called at any time by the Secretary upon the instructions of the President or Executive Committee by notice in writing to the last known address of each member, delivered in the mail three days previous to the date of such meeting. A special meeting shall be called by the President or the Secretary upon receipt by him of a petition signed by one-third of the members in good standing, setting forth reasons for calling such meeting, which shall be by letter to the last known address of each member, delivered in the mail eight days previous to the meeting.

13. Seven members in good standing shall constitute a quorum at any meeting.

REMUNERATION

14. Unless authorized at any meeting and after notice of same shall have been given no officer or member of the Club shall receive an remuneration for his services.



CALGARY MASTER SWIM CLUB



Borrowing Powers

15. For the purpose of carrying out its objectives, the Club may borrow or raise 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 Club and in no case shall debentures be issued without the sanction of an extra-ordinary resolution of the Club.

By - Laws

16. The By-Laws may be rescinded, altered or added to by an "extra-ordinary resolution" passed by a majority of not less than three-fourths of such members entitled to vote as are present in person at a general meeting of which 21 days written notice specifying the intention to propose the resolution as an extra-ordinary resolution has been duly given.

Rights and obligation of members

17. All members in good standing have the right to participate in any and all activities initiated by the club. The obligations of the members are that they pay their membership fees regularly, attend all general meetings and attend all work-outs on a regular basis.

Condition of withdrawal

18. Any member wishing to withdraw from membership may do so upon a notice to the Executive Committee. If any member is in arrears for fees or assessments, such member can be suspended at the discretion of the Executive Committee.

Rights of voting

19. Each member has the right to a vote at all general meetings. To be able to vote, a member must be active in the club for at least two months.

Dated this 29 Day of March 1978

Name	Occupation	Address
H. Kidd	Self Employed	1131 Hunterston Rd. N.W.
K.D. Shaw	Teacher	9415 Adliambh St. Calgary
D.S. Mitchell	Technologist	1702 19th NW
Patti Stoddy	Dental Hygienist	240 Woodpark Pl. SW
A. Wallis	Teacher	1233 Varsity Estates Rd. NW Calgary, AB T3B 2W3

Witness

Bull - 4511 North Haven Drive, N.W.
CALGARY - ALMA T2K 2J1

OCC - CREDIT OFFICER

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AUG 16 1982
Corporate Registry
Province of Alberta

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MICROGRAPHICS UNIT
Alberta Companies & Corporations
OCT 22 1982
THE REGISTRAR OF CORPORATIONS
PROVINCE OF ALBERTA

RECEIVED
OCT 22 1982
Corporate Registry
Province of Alberta

BY-LAWS

Definitions

(a) This society, known as the Calgary Master Swim Club, shall hereinafter be referred to as the "Club".

(b) The Club shall conduct its business on an annual basis commencing September 1 and terminating August 31.

Memberships

- 2. (a) A member is defined as a person who has paid the full club fees. An associate member is a person who has paid an associate fee which is levied by the club.
- (b) Membership fee shall be determined from time to time, by the members at a general meeting. Any person residing in Alberta, and being of full age of twenty (20) years, may become a member upon payment of said membership fees.
- (c) The payment of fees that have been determined by the club from time to time shall be semi-annually and/or annually. Collection of such said fees shall be collected in September and February.
- (d) Any member or associate member of the Club shall be considered in good standing upon receipt of full payment of fees.
- (e) Any member or associate member not having paid said fees shall not be entitled to the rights and privileges of Members of the Club.

Rights and Privileges

3. (a) All members in good standing have the following rights and privileges:
- (i) to attend club practice sessions
 - (ii) to attend and participate in all general meetings
 - (iii) the right to one vote at all general meetings
 - (iv) to participate in any and all social functions and swim meets
 - (v) to benefit from administrative functions of the club.

All associate members in good standing have the following rights and privileges.

- (i) to attend and participate in all general meetings.
- (ii) the right to one vote at all general meetings
- (iii) To participate in any and all social functions and swim meets
- (iv) to benefit from administrative functions of the club

Executive Committee

4. (a) The executive committee shall consist of President, Vice President, Past Pres., Treasurer, Secretary, Meet Manager, Social Director, Communications Officer,
- (b) President
The president shall be ex-officio a member of all committees. He/She shall, when present, preside at all meetings of the Club. The President has the right to appoint chairpersons of committees.
- (c) Vice President
The Vice President in the absence of the president presides and performs the duties of the President. In addition to duties shall keep accurate membership record of the club and their addresses.

(d) Past President

To assist in the duties of the President and to preside over the meeting in the absence of the President and Vice President.

(e) Secretary

It shall be the duty of the secretary to attend all meetings of the Club. The duties of the secretary include keeping an accurate minutes of all Club meetings, to be in charge of all correspondence of the Club, send notices of the various meetings as required. He/She shall have charge of the SEAL of the Club which seal whenever used shall be authenticated by the signature of the Secretary and the President.

(f) Treasurer

The Treasurer shall collect and receive all monies paid to the Club and shall be responsible for the deposit of same in whatever Bank and Executive Committee may order. He shall properly account for the funds of the Club and keep such books as may be directed. He shall present a full detailed account of receipts and disbursements to the Executive Committee whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited as hereinafter set forth of the financial position of the Club and submit a copy of same to the Secretary for the records of the Club.

(g) Meet Manager

Organizes meets at which club is host, typically two per year. Receives invitations from other clubs to participate in events, informs club members, collects entries and sends them off.

(h) Social Director

Organizes social events for club members which includes refreshments, entertainment, booking the site, etc.

(i) Communications Officer

Responsible for monthly newsletter and information to news media.

4.1 The Executive Committee shall, subject to the by-laws or directions given it by the majority vote at any meeting properly called and constituted, have full control and management of the business affairs of the Club, PROVIDED, HOWEVER, that no single expenditure in excess of \$200.00 may be authorized by the Executive Committee without the prior approval of the duly constituted meeting of the membership at large first had and obtained.

5. (a) The books, accounts, and records of the Secretary and Treasurer shall be audited at least once per year by a duly qualified accountant or by two members of the Club elected for that purpose.
- (b) 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 Club. The fiscal year shall be same as the Club year, September 1 to August 31.
- (c) The books and records of the Club may be inspected by any member of the Club 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 Committee shall at all times have access to such books and records.

Meetings

6. (a) The club shall hold an annual meeting on or before the 30th of September in each year, of which meeting 10 days written notice shall be given to all members. At this meeting there shall be the following agenda items:
- election of officers
 - year end treasurer's report
 - coaches report
 - club status (President's report)
 - fee schedules

Elections and Nominations

7. (a) Nominations for President, Vice President, Secretary, and Treasurer, Meet Manager, Social Director, Communications Officer, open four (4) weeks prior to the annual meeting. Nominations shall be open at the annual meeting until motioned to close said nominations. Names of nominees shall be included with the agenda and notice of said meeting.

Nominations will only be accepted if nominees are nominated and seconded by members in good standing.

Term Of Office

8. (a) The term of the newly elected officers shall commence with a meeting between the new and previous Executive Committee to be held within a week of the forementioned elections or at the officers earliest convenience.

Any vacancy occurring during the year shall be filled at the next general meeting, provided it is so stated in the notice calling such a meeting.

General Meetings

9. (a) Meetings of the Club may be called at any time by the Secretary upon the instructions of the President or Executive Committee by notice in writing to the last known address of each member, delivered in the mail ten (10) days prior to the date of such meeting.

Special Meetings

10. (a) A special meeting shall be called by the President or the Secretary upon receipt of a petition signed by three members of the Club in good standing. The petition shall set forth reasons for calling such a meeting. Notice of such meeting shall be by letter to the last known address of each member and associate member delivered in the mail ten (10) days previous to the meeting.

Quorum

11. (a) Twenty-five percent of all members in good standing shall constitute a quorum at a general meeting. A quorum is necessary for any action to be taken on club business. Fifty percent of all executive members shall constitute a quorum at an executive meeting.

Voting

12. (a) Any member who is a member in good standing shall have the right to one vote at any meeting of the club. Such votes must be made in person.

Remuneration

13. (a) Unless authorized at any meeting and after notice of same shall have been given no officer or member of the club shall receive any remuneration for his services.

Borrowing Powers

14. (a) For the purpose of carrying out its objectives, the Club may borrow or raise the payment of money in such a 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 Club at a general meeting and in no case shall debentures be issued without the sanction of a special resolution of the club. Such borrowing must be approved by 75% of voting members at the general meeting.

By-laws

15. (a) The by-laws may be rescinded, altered, or added to by a "Special" resolution.
16. Any member wishing to withdraw from membership may do so upon a notice to the Executive Committee. If any member is in arrears for fees or assessments, such member can be suspended at the discretion of the Executive Committee.

Dated this 16th Day of June 1982

<u>NAME</u>	<u>OCCUPATION</u>	<u>ADDRESS</u>
<i>Patti Dooch</i>	<i>Dental Hygienist</i>	<i>2423 Deer Side Dr. SE Calgary</i>
<i>Janice Bouron</i>	<i>Secretary</i>	<i>282 St. McKay Terrace Calgary</i>
<i>Ned Mowm</i>	<i>METEOROLOGIST</i>	<i>3615 - 13 Avenue NW. Cochr. TAN 149</i>
<i>Al Simon</i>	<i>Teacher</i>	<i>1265 - Lake Sylvan Dr. S.E.</i>