



Alberta
Orienteering

Alberta Orienteering Association

Policy and Procedures Manual

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PREAMBLE

This document contains policies and procedures of the Alberta Orienteering Association that are based on the revised bylaws of 2008 as well as the business motions that have been approved by vote at various board and annual general meetings. These policies describe the beliefs and objectives of this association and provide rules and guidelines to create an efficient and effective organization.

Previous policies not contained in this document are henceforth considered null and void.

Policy that pertains directly to a bylaw will have the relevant bylaw reference in brackets for further definition, (e.g. bylaws, article 4) The new bylaws are found in Appendix A. Appendix B contains the job descriptions for all board members. Appendix C contains the executive director's job description.

List of changes to policies

| Date | Change |
|---------------------|--|
| 31st December, 2009 | Policy manual re-written, re-formatted, Changes to > ¼ policies. Ratified by executive: <i>enter date</i> |
| April 12, 2011 | Edits done by S. Haley |
| June 18, 2011 | Edits done by the Board |
| October 13, 2014 | Edits by Kim Kasperski – (OC official level definition, added bylaws to Appendix A, change COF to OC, ASRPWF change, copy editing, some A event changed to Canada Cup) |

1.0 Introduction and Statement of Objectives

1.1 Description of the Association

The Alberta Orienteering Association (AOA) is a not-for-profit sport association. It is registered under the Alberta Societies Act. The association was incorporated in Edmonton, Alberta, July 26, 1974. The incorporation number is 50007861. A board of directors (executive committee) is elected at the annual general meeting (AGM) of the association and controls all association business.

1.2 Objectives of the Association

The Alberta Orienteering Association shall encourage, promote, and give leadership to the sport of orienteering locally, provincially and nationally.

The AOA shall annually sanction and supervise a full program of competitions in orienteering, which may include the Alberta Orienteering Championship, the Western Canadian Orienteering Championship, or the Canadian Orienteering Championship. The AOA will also be prepared to host international orienteering championships as sanctioned by the International Orienteering Federation (IOF).

The AOA shall encourage the development of orienteering in all regions of the province, including the education of new participants.

1.3 AOA Office

The responsibility of the AOA Office is under the direction of the board of directors. The executive director, who is a paid employee of the AOA, handles the day-to-day operations and supervision of the office.

The office address: P.O. Box 1576
Cochrane, Alberta, T4C 1B5
Phone: (403) 981-4444
pascale@orienteeringalberta.ca

AOA Website www.orienteeringalberta.ca

2.0 Organization and Personnel of the Alberta Orienteering Association

2.1 Board of Directors

The board of directors is also known as the executive or executive committee.

The AOA board consists of volunteers who are elected by full association members at the AGM (Bylaws, Article 5.1.4, Appendix A).

The board consists of the president, secretary, and treasurer as well as a minimum of three (3) and a maximum of fifteen (15) directors elected at the AGM from among the voting members. The immediate past president is a de facto member of the board.

Frequently, usually when they have a specific role, some of the directors are also known as vice-presidents (VP).

See Appendix B for detailed job descriptions for the board members

2.2 Volunteers

Orienteering is largely run by volunteers. A volunteer is an individual:

- who chooses to undertake a service or activity – someone who is not coerced or compelled to do this activity;
- who does this activity in service to an individual or an organization, or to assist the community-at-large;
- who does not receive a salary or wage for this service or activity.

The use of volunteers is preferred where available. The volunteer ethic is to be encouraged and respect should be paid to the feelings of volunteers in any action made on behalf of the sport of orienteering.

Workshops and conferences will be offered to members of the AOA board of directors and club volunteers to help train them in various volunteer skills.

When recruiting for a major volunteer task (with great responsibility or overseeing many others), an open selection process should be used with adequate advertising. This is to give an opportunity for all interested people to apply for the position. The volunteer opportunity will be advertised using e-mail to AOA members and member clubs, as well as posting on the AOA website.

The AOA will recognize the efforts of volunteers through the newsletter (Legends) and at the AGM. Personal thank-you notes will also be sent as much as possible when appropriate.

Any person who has contributed to the workings of the AOA for several years is eligible for a special award. AOA executive or member clubs can submit nominations.

2.3 Professional Staff/ Executive Director

The executive director (ED) will work for the Alberta Orienteering Association under the direction of the president to whom the ED will report directly. If he/she does not live in the same city, the president may delegate the supervision to another executive member who does live in the same city, if necessary.

The ED is responsible for establishing and operating effective technical and competitive programs with guidelines approved by the executive and for carrying out all technical duties assigned by the executive committees and priorities set by the executive.

3.0 Membership and Clubs

3.1 *Membership in the AOA*

Membership is open to individuals, families, or groups who have paid the annual membership fee and who agree to participate under the objectives of the association. There are four membership classifications: full AOA member, group member, associated-club member, and honorary lifetime member.

The membership year is January 1 to December 31. Memberships purchased after September 1st of any year are valid for the whole of the following year. Full-membership fees cover affiliation with a local club, the AOA, OC and the International Orienteering Association (IOF).

Full AOA membership rate is currently \$30.00 for the first person and \$15.00 for each additional person residing in the same household. There is a discount of one third (1/3) for members over 65, and full-time students. There is no charge for children eleven (11) years and under. The AOA currently has a maximum fee of \$55.00 per family. Revisions to these fees must be approved by board of directors.

Membership totals must be submitted to Alberta Sport Connection annually (as required by ASC). To secure ASC funding (as of 2009), 1 000 members are needed. In the instance that the 1 000 member figure is not reached, a minimum of 500 member names must be submitted.

A Member in good standing is one who has paid their membership fee for the current year or is an Honorary Member and is not suspended as outlined in Article 3.5 of the Bylaws. (Appendix A)

Membership rights and privileges are not transferable to another person (Bylaws 3.7, Appendix A)

3.1.1 Benefits of full and honorary AOA membership:

- Membership in provincial club of their choice
- Newsletters available from OC and AOA
- Eligibility to compete in age class, open class or recreational class at any local, provincial, national or international competition.
- Reduced entry fees at all club, AOA and OC sanctioned events.
- Eligibility for financial subsidies for travel or other related costs from attending orienteering events.
- Training, leadership and coaching opportunities.
- Attendance at the annual AOA retreat and AOA training camp
- Access to junior or adult development programs.
- Member rates for orienteering clinics e.g. officials, mapping and coaching
- Discounts, with membership card, on purchases at certain retail outlets within Alberta.
- Voting rights (if over the age of 15 years) at the AGM and any special general meeting.
- Liability insurance coverage.

Not all of the above are free – some are only partially subsidized

3.2 Member Clubs of the Association

Clubs pay an annual affiliation fee. The fee amount is set by the board and is presently \$10.00 per year. New clubs may register at any time.

3.2.1 AOA Support to Member Clubs

The AOA will provide the following support, subject to available resources:

3.2.1.1 Existing Member Clubs

- Coaches, officials, mapping and training clinics by request from clubs.
- Promotional brochure, displays and assistance in developing media relations.
- Assistance in the submitting bids to host major events.
- Assistance in applying for provincial hosting grants for any approved events.
- Assistance in identifying potential new map sites.
- An AOA representative at club meetings whenever possible to act as liaison.
- Funding for mileage for one vehicle per club to attend the AOA annual general meeting
- Subsidy for club member to attend conference, training clinic.

3.2.1.2 New Club in non-established area:

The AOA will encourage the development of new orienteering clubs within the province of Alberta. The AOA will provide the following support to new clubs:

- A sport outreach clinic to help develop interest.
- Assistance obtaining orienteering specific equipment & supply.
- All the benefits outlined above for existing clubs.

3.3 Membership Grants

3.3.1 Pursuit of Athletic Excellence Grant

- This grant is available to AOA resident members who travel out of province to participate in major “A” orienteering events: e.g. COC, WCOC, NAOC, WMOC, non-Alberta provincial championships (must be “A” level), or other (enquire with AOA office).
- This grant is also available to AOA resident members who travel out of province to officiate at the “A” level; orienteering events listed above: e.g. meet director, controller, at the 300 level of the new Orienteering Canada (OC) officials program, or other (enquire with AOA office).
- Resident AOA members who travel out of province to participate in an orienteering training camp can also be eligible for this grant.

Requirements for applications for the Pursuit of Athletic Excellence grant:

- Applicants must be AOA members in good standing
- Applicants must have been Alberta residents for the 12 months prior to the event
- No receipts are required; event results will be checked on-line by the AOA
- Applicants need to apply with the correct form and respect the deadline
- The AOA office will send an e-mail to inform members of the application date, which date will also be posted on the AOA website.

Grant Amount:

- \$100 for western Canada (BC, SK, MB)
- \$200 for the rest of Canada
- \$300 for international events, including the United States

An annual budget of up to \$4,000 per year will be allocated.

Note: The amount of the grant will be up to a total of \$250 or pro-rated among the applicants if the grant budget is reached.

Applicants will be reviewed once a year. Applications are due December 1st. Applicants will be notified by December 15th whether their application has been approved.

The applicant will also be encouraged to write an article for The Reentrant about their experience.

3.3.2 Orienteering Learning and Development Grant

- This grant is available to AOA resident members who attend official's courses, coaching courses, orienteering workshops, or conferences, etc.
- There is no out-of-province travel restriction for this grant
- Course fees and travel costs will be reimbursed up to \$250, or pro-rated among the applicants should the grant budget be reached
- Receipts must be provided

In order to apply for the Orienteering Learning and Development Grant:

- Applicants must be AOA members in good standing
- Applicants must have been Alberta residents for the 12 months prior to the event

3.3.3 Athletic Development Grant

AOA members may apply for the Athletic Development Grant. Applicants must be competing at an international level in the elite category. The amount is determined by the Board.

4.0 Hiring, Evaluation, Salary, and Termination

The president and two members of the board chosen by the president and approved by the executive, are responsible for hiring, evaluation, salary, and termination any paid employee. Alternatively, with the approval of the executive, a hiring team consisting of the president and two to three other association members may be appointed.

4.1 Hiring

The president shall chair a search committee made up of the president, and two other executive board members or two to three association members as approved by the board, to find a suitable candidate for a paid position.

In a closed meeting, the board of directors will review the search committee's findings and recommendations for the candidate best suited for the job. The candidate will be selected by majority vote of the board of directors present. In the event of a tie vote of any group of candidates, the president will make the final decision.

4.2 Probationary Period

Any new employee shall be on a probationary period normally not exceeding six months. After this time, a satisfactory performance review shall constitute the end of the probationary period.

Termination or rejection of the employee is by majority vote of the full executive and no disputes shall be considered.

4.3 Employee Performance Review

A formal performance review will be conducted for the employee once each year. The review is to provide mutual exploration between the president and the employee concerning the nature of the job, job objectives, the working relationship, and other factors pertinent to effective job performance. Regular feedback on performance is encouraged.

The employee shall be given the opportunity to sign the formal review document indicating that its contents have been read and understood.

4.4 Salary and Salary Funding

The determination of salaries shall be governed by the financial assistance received from Alberta Sport Connection (ASC) and other revenue. The AOA will try to maintain a constant source of funding for existing employees but may require terminating services of those employees if adequate funding ceases. The current Alberta Labour Standards will be used for notice and pay in lieu for employees.

4.5 Contract Workers

If a suitable volunteer cannot be recruited for a task, the task will be advertised as a paid contract position. Salary will be dependent on the AOA budget or funding allowance.

4.5.1 Hiring of Contract Worker

One of the board of directors, as approved by board, will chair a search committee to find a suitable candidate for the position.

4.6 Grant-Funded Employees

The AOA will try to apply for employment grants for paid positions whenever possible. However, before an employee is hired, the AOA will ensure that a qualified association member is available to supervise the employee.

5.0 Privacy Policy

The AOA, as a non-profit organization registered under the *Societies Act*, is regulated by the *Personal Information Protection Act* (PIPA) of Alberta¹. However, being a non-profit society, the AOA is only subject to the Act when it collects information as part of commercial activity. Although the collection of membership fees, organizing club activities, or mailing out a newsletter are not considered commercial activities, given the potential for grey areas (e.g. selling of O-gear, fees for training camps), the AOA will follow the rules as outlined in PIPA. This policy is to fulfill the obligation under this act to:

“(a) develop and follow policies and practices that are reasonable for the organization to meet its obligations under this Act, and

(b) make information about the policies and practices referred to in clause (a) available on request.”

The AOA president is responsible for making sure this policy is followed for the AOA. All personal information will be collected and stored by the executive director.

Only personal information necessary for providing membership or competitor services shall be collected. For members this includes: first and last names, address, phone number, and e-mail address (optional), and for competitions, name and address, and for competitors who wish be eligible for age-related categories, age. At the site of a competition, for safety reasons, the event director may request information as to the vehicle the person arrived in and a cell phone number if available.

By the fact that the member or competitor provides this information, consent to collect this information is considered to be implied.

This information will only be provided to others as necessary for the provision of member or competitor services, for safety purposes, to canvass for volunteers to help with the running of the association, to advertise association events or meetings, or to meet federal, provincial, or funding-agency requirements. Member or competitor information will never be sold or given to anyone else. A member’s name will be removed from mailing lists if they so request.

¹ <http://pipa.alberta.ca/>.

Competitors must be informed that their names and results may be publicized by, for example, posting on a web-site unless they request otherwise.

For members of the board, volunteers, or employees, other information may be collected to perform background checks (see section 6.0 Screening of Volunteers or Employees). This information will only be reviewed by the committee involved in the hiring or selection process.

If any member or competitor submits a written request to see their information the AOA will provide this information within 45 days if this information was acquired as the result of a commercial transaction (such as paying fees for a training camp). However, personal information collected as part of the membership process is not subject to PIPA and so the AOA is under no obligation to provide membership information collected.

Further information can be found at:

<http://pipa.alberta.ca/index.cfm?page=faqs/NonProfitFAQs.html>

and

<http://pipa.alberta.ca/index.cfm?Page=resources/NonProfit.html>

6.0 Screening of Volunteers or Employees

Alberta orienteering reserves the right to screen paid staff, consultants or volunteers.

Alberta orienteering shall screen staff, consultant, or volunteer if the position requires the individual to be alone unsupervised with persons identified as vulnerable (a vulnerable person is an individual who has difficulty protecting himself from harm temporarily or permanently and is at risk because of age, disability, handicap or situation).

Position postings and descriptions will clearly set out responsibilities of the positions and will indicate any screening requirements.

Applicants will provide needed contact information upon request (these may include reference checks, medical exam, driver's record, police records check) and give needed permission as a condition of application/consideration for the position.

Screening process may include: interviews, reference checks, or police record checks.

Staff or volunteers will be supervised and evaluated by a member of the AOA board or delegated committee/committee member.

Staff or volunteers may be evaluated by program participants or supervisors during the program or as a follow-up activity.

7.0 Harassment Policy

Harassment may be one incident or a series of incidents and may be intentional or unintentional. Harassment is a form of discrimination and a violation of the law when it is on the basis of a prohibited ground of discrimination as protected by Human Rights legislation (i.e.: race, national or ethnic origin, colour, religion, family status, sex (including pregnancy), sexual orientation, age, marital status, physical or mental disability, pardoned conviction). Some examples are:

- Placing a condition of a sexual nature on maintaining employment, team position or

opportunity for advancement;

- Unwelcome remarks or innuendo about a person's age, national or ethnic origin, religion or sexual orientation.

Harassment may also include inappropriate behaviour that is not related to a protected ground under Human Rights legislation, such as:

- Conduct that creates an intimidating, hostile or offensive competition, training or work environment;
- Condescending or patronizing comments that have the effect of undermining respect in the playing field or workplace.

If a member, volunteer or employee (individual) believes that they are being harassed, the following action should be taken:

- Tell the alleged harasser to stop, even if the person holds a position of authority in AOA or at the event. The individual should immediately state that the behaviour is offensive, unwelcome and that it must stop.

If the alleged harassment continues, or if the individual doesn't feel comfortable telling the alleged harasser to stop, the individual should immediately report the alleged harassment to one of the following:

- His/her immediate supervising orienteering member, meet director, or program director,
- Member of the AOA board responsible for the program,
- AOA President

8.0 Conflict of Interest

The standard of behavior at the Alberta Orienteering Association is that all staff, volunteers, and board members scrupulously avoid conflicts of interest between the interests of the AOA on one hand, and personal, professional, and business interests on the other. This includes avoiding potential and actual conflicts of interest, as well as perceptions of conflicts of interest. Conflicts of interest include both financial and non-financial interests.

This policy is to protect the integrity of the Alberta Orienteering Association's decision-making process and to protect the integrity and reputations of volunteers, staff and board members.

8.1 Rules for avoidance of conflict of interest

An AOA volunteer, staff or board member will not:

- Engage in any business or transaction, or have a financial or other personal interest that is incompatible with their official duties with the AOA, unless such business, transaction or other interest is properly disclosed in accordance with this policy.
- Knowingly place themselves in a position where they are under obligation to any person who might benefit from special consideration, or might seek, in any way, preferential treatment.
- In the performance of their official duties, accord preferential treatment to family

members, friends or colleagues, or to organizations in which their family members, friends or colleagues have an interest, financial or otherwise.

- Derive personal benefit from information that they have acquired during the course of fulfilling their duties with the AOA, where such information is confidential or is not generally available to the public.
- Use AOA property, equipment supplies or services for activities not associated with the performance of official duties with the AOA without permission.

8.2 Conflict Resolution

All real or perceived conflict of interest will be disclosed to the AOA board of directors for resolution.

9.0 Dispute Resolution

Good decision making is served by transparency – the reasons for making the decision are accessible and assessable.

When disputes occur, the member, athlete, coach, volunteer or employee may bring the issue to the AOA board of directors for their consideration. Depending on the issue, an executive committee of 3 or more members of the board, who have no conflict of interest, may be formed to address the request at the next board meeting and report back the duly recorded issue and decision.

To provide for an effective alternative dispute resolution between AOA and its members, athletes, volunteers, coaches and employees, and to avoid the harm of litigation, the AOA supports the principles of ‘alternative dispute resolution’ and is committed to techniques of mediation and arbitration as effective ways to resolve disputes with its members. Accordingly, opportunities for mediation may be pursued at any point in a dispute where it is appropriate and where such a course of action would be mutually beneficial.

In the event a dispute persists after internal avenues of decision-making and appeals have been exhausted, the executive committee may request an extraordinary general meeting or an application may be made in writing to the AOA president to call an extraordinary general meeting if such a request is supported by 10% of the total membership of the AOA. If needed, disputes can then be taken to the OC Board.

In the event a dispute persists after these avenues of decision-making and appeals have been exhausted (AOA Board, AGM or special general meeting, and the OC Board), opportunities for arbitration may be pursued through the Sport Dispute Resolution Centre of Canada..

As a guideline to those mediating a dispute, the following “TV Test” may help:

“The reasonable person test is the touchstone of accountability. Would the reasonable person agree that this decision – made by these people in this way, with this information – is a good decision? Would the decision-makers be comfortable being interviewed on the six o’clock news and defending their actions and decisions or deny the request?”

10.0 Meetings of the Alberta Orienteering Association

10.1 Annual General Meeting (Appendix A: Bylaws Article 4.1)

The AOA will hold an annual general meeting (AGM) on a date set by the board. Members will receive notice no less than 21 days before the meeting. Notices may also appear on the website. The notice will state the date, place, time of the AGM and any business requiring special resolution.

The AOA president, or the vice-president, in the absence of the president, shall chair the meeting.

A quorum of 5% of the full voting membership is needed to conduct the AGM.

Individual members in good standing hold one vote each. With family memberships, any family member over the age of 15 years holds one vote. With group memberships, a representative of the group has one vote. Proxy votes are not allowed.

The AOA will provide travel funds for the AOA executive plus one representative from each member club to attend the AGM. Travel reimbursement is as stated in Travel 18.1: \$0.25/km .

The Alberta Sport Connection consultant will be informed of date of AGM.

The president is responsible for summarizing the highlights of the AGM in the next issue of the newsletter.

The AGM agenda consists of:

- Adopting the agenda
- Adopting the minutes of the last AGM
- Reviewing the president's report and other VP (portfolio holder) reports
- Reviewing the financial statements setting out the AOA's income, disbursements, assets, liabilities and the auditor's report
- Appointing the auditors
- Electing the president
- Electing members of the board
- Considering matters specified in the meeting notice.
- Volunteer appreciation.

10.2 Special General Meetings (Bylaws Article 4.2, Appendix A)

A special general meeting may be called by the board or by application to the president that is supported by one third (1/3) of the full voting members. Members will receive notice no less than 21 days before the meeting. Notices will also appear on the website. Notice will state the date, place, time of the special general meeting and the business requiring this special resolution.

The AOA president or the vice-president, in absence of the president, shall chair the meeting.

A quorum of 5% of the full voting membership is needed to conduct the meeting.

Individual members in good standing hold one vote each. With family memberships, any family member over the age of 15 years has one vote. Group memberships are allowed one representative who will have one vote. Proxy votes are not allowed.

The AOA will provide travel funds for the AOA board plus one representative from each member club to attend the Special General Meeting. Travel reimbursement is as section 18.0.

10.3 Annual Planning Meeting (Retreat)

The annual planning meeting should be in October or November of each year to allow time for the plans to be documented for the new fiscal year. The AGM may be held in conjunction with the annual retreat.

The board organizes or directs the ED to organize the planning meeting. The membership is encouraged to attend. The Alberta Sport Connection consultant may be invited.

When funding is available travel mileage may be paid to members attending. Car-pooling is encouraged. Travel reimbursement is as per section 18.0.

The annual planning meeting may address the following items:

- Summary of the past years activities
- Schedule of events for coming orienteering season
- Overview of goals and objectives
- Direction and future funding
- Feasibility and budget review
- Special projects

10.4 Board of Directors Meetings (Bylaws Article 5.1.6, Appendix A)

The Board of Directors convenes at least four times a year. The president calls the meetings and distributes an agenda 10 days in advance or, if distributing electronically, 5 days in advance. The board should attempt to meet in person once a year.

The vice-president is elected by the board members, from the board members, at the first meeting after the AGM. The vice-president will fulfill all duties of the president should the president not be available.

A quorum is half of the executive members.

Meetings of the board are open to all members of the AOA, but only a director can vote.

Every question is decided by a majority of the votes cast by the executive members present. The president does not have a second or casting vote. In the case of a tie, the motion is defeated.

Minutes of each meeting are kept on record in the AOA office and copies are sent to executive members, the executive director and member club presidents after each meeting.

The AOA may pay travel expenses of the board of directors and the executive director. The president will pay other meeting expenses on approval. See Appendix A for details.

A meeting of the board may be held by conference call. Directors who participate in this call are considered present at the meeting.

All directors may agree to, and sign a resolution outside of a board meeting. This resolution is as valid as one passed at any board meeting. It is not necessary to give notice or to call a board meeting. The date on the resolution is the date it is passed.

Votes held using e-mail may be held between physical meetings for the purpose of resolving issues that need to be addressed between meetings. E-mail votes can be called by the president or any director of the board.

The officers of the AOA are the president, vice-president, secretary and treasurer.

(Bylaws 5.3, Appendix A).

10.5 Committee Meetings (Bylaws Article 5.4, Appendix A)

The vice presidents are encouraged to form committees to perform the work. Committee meetings are held as necessary. Expenses for these meetings should be budgeted at the beginning of the each year. VP's are responsible for claiming expenses. Even if budgeted for, the board needs to be advised of any significant expenditure.

10.6 OC Annual Meeting

The AOA may fund the travel expenses for one delegate to attend the OC annual meeting. AOA also may pay accommodation and meals as per section 18.0.

11.0 Event Officials

In order to provide high quality orienteering events and to minimize risks to the organization, the key officials, consisting of event director, course planner, and controller, associated with any AOA-accredited event, must be certified OC officials. OC certification guidelines will be followed. After the requisite training and exams as defined by OC, the following defines the level of event that can be handled by an official qualified at the given level:

Level 100:

A level 100 official can act as an event director or course planner for a C event. C events are local, low-key city-park meets usually held weekly during the orienteering season by a local club.

Level 200:

A level 200 official can act as meet director or course planner for a forest B event, or controller for a C event. B meets are low-key, usually one-day forest event.

Level 300:

The level 300 certification qualifies an official to serve as a controller of a B meet or meet director or course planner of an A meet, excluding Canadian, North American or major international competitions.

Level 400:

Completion of level 400 qualifies an official to serve as a course planner or meet director for any sanctioned A meet, including national championships or above, as well as controller of A meets up to the level of regional championships..

Level 500:

Qualifies an official to serve as controller for any national or international event sanctioned by Orienteering Canada.

12.0 Competitions

12.1 Competitor Eligibility

AOA full, honorary, or group members, may compete at any level (provincial, national, international) in sanctioned orienteering events and be eligible for championship awards.

People affiliated with OC and the IOF through their membership fees may compete at Alberta events. Some awards will be based on residency.

Non-AOA members may compete at any event but may or may not be eligible for awards.

12.2 Alberta Orienteering Championships

12.2.1 Hosting

The Alberta Orienteering Championships are held annually.

The host club is determined on a rotation basis. Clubs currently in the rotation may opt out if they feel they are unable to meet their commitment for a given year. New clubs may be added to the rotation once they have established a proven ability to host larger events as approved by the executive.

12.2.2 Controller

The Technical Director will appoint a controller. The AOA will pay travel costs of one site visit by the controller. All other travel and accommodation costs are the responsibility of the host club.

12.2.3 Trophies and Awards

Only Alberta residents who are AOA full, honorary, or group members in good standing, are eligible to win competitive age-class category trophies.

The AOA will provide trophies for the Alberta Orienteering Championships. Host clubs are invited to donate trophies. AOA will supply the medals and ribbons to the clubs. Prizes or awards for open categories are at the club's discretion.

12.3 Western Canadian Orienteering Championships

12.3.1 Hosting

The AOA will host the Western Canadian Orienteering Championships on a rotational basis with the other western Canadian clubs.

12.4 Events for physically challenged

The AOA will encourage (where volunteer resources permit) the organization of events, such as Trail-O, that are accessible by people who are physically challenged.

12.5 String Courses

Clubs are encouraged to offer string courses and babysitting services at all A-meets. These may be advertised in the meet flyer.

12.6 Permanent Control Courses

AOA encourages clubs to develop and maintain permanent control courses. Information is available from the office.

12.7 Alberta O-Cup

The Alberta O-Cup is a competition that was established to encourage participation in forest events across the province, and may be run in a given year depending on volunteer availability.

The award is presented at the last major fall meet to the top adult male and top adult female in the recognition of the association's most consistent orienteers. A donated prize is presented to each winner. The AOA pays any costs associated with the prizes.

Points are earned in elite categories on courses 4 to 8. There must be at least three competitors in a class in order to earn points. The qualifying meets are published in the AOA orienteering schedule at the start of the season.

1st 5.25 points; 2nd 4 points; 3rd 3 points; 4th 2 points; 5th 1 point

The highest point total wins. Tie-breaker is decided on the last day of the last event by:

1. Competitor who finishes in the highest position or
2. If both finish in the same position in different classes, the winner is the person who has the greatest difference in time over the next lower position in their class.

In order not to penalize major organizers who cannot run at their own meets, the meet director, course planner, controller and mapper (on a new map) will be awarded 4 points to a maximum of 4 per day for qualifying meets.

12.8 Alberta Achievement Awards

AOA encourages and applies for various recognition awards for its coaches, officials and athletes.

13.0 Canada Cup Meet Guidelines (formerly A-meet)

Canada cup events are major competitions such as provincial or national championships, often multi-day, with a full-suite of courses for age-categories.

13.1 Map embargo policy²

13.1.1 Purpose

The purpose of embargoing a competition area is to limit the advantage of any competitor to gain on-site knowledge of the terrain and the map. To this end, the intent of the AOA A-event policy is to equalize conditions for all competitors as much as possible, while upholding the standards of modern orienteering events and meeting the AOA's objectives of providing rewarding orienteering and volunteer experiences for its members and administering a high quality orienteering program.

13.1.2 Scope

This policy applies to AOA-hosted Canada Cup events, but it may be superseded by the rules, guidelines and policies for national or international associations/federations and their respective championship events.

13.1.3 Policy

1. If a previous orienteering map of the competition area exists, colour copies of the most recent edition must be displayed for all competitors prior to the competition.
2. The venue for an orienteering event shall be closed to orienteering activities for three (3) months prior to the competition.
3. Event organizers shall assume responsibility for defining the area to be embargoed.
4. Event notices must specify the embargo period of three (3) months and the boundaries of the embargo area.
5. Entrants may declare themselves 'non-competitive' if they perceive they have intimate knowledge of the competition terrain that would give a substantial advantage.
6. In the absence of a self-declaration of 'non-competitive', OC Rule 8.1.4 provides that "The organizers of an event may declare 'non-competitive' an entrant whose intimate knowledge of the terrain would give him an unfair advantage. Such a declaration may be appealed to the sanctioning body."
7. 'Non-competitive' entrants may participate in the competition and their times shall be included at the bottom of the results list for the course or class (if the entrants choose to have their results published). 'Non-competitive' entrants shall not be eligible for awards or rankings.

² Taken from EOC policy on map embargo for A events.

13.2 Recommended courses

Courses will be as designated in OC rules and guidelines.

<http://www.orienteering.ca/resources/officials/> : this site lists the guidelines for championship as well as Canada Cup meets (formerly A meets).

13.3 Electronic Timing

Clubs are encouraged to use electronic timing at all AOA-sanctioned Canada Cup and B meets as it adds to the enjoyment of participants, and simplifies event timing and reporting of event results.

13.4 Associated Events

AOA encourages clubs to hold fun social events associated with Canada Cup events that are accessible by all.

14.0 Anti-Doping Policy

Anti-doping programs seek to preserve what is intrinsically valuable about sport. This intrinsic value is how we play true. The spirit of sport is the celebration of the human spirit, body and mind, and is characterized by the following values:

- Ethics, fair play and honesty
- Health
- Excellence in performance
- Character and education
- Fun and joy
- Teamwork
- Dedication and commitment
- Respect for rules and laws
- Respect for self and other participants
- Courage
- Community and solidarity

Doping is fundamentally contrary to the spirit of sport.

Each orienteering athlete in Alberta is responsible for knowing what constitutes an anti-doping rule violation (World Anti Doping Association's "The CODE") and the substances and methods which have been included on the prohibited list published and revised from time to time by WADA.

(link: <http://www.wada-ama.org/en/World-Anti-Doping-Program/Sports-and-Anti-Doping-Organizations/International-Standards/Prohibited-List/>)

15.0 Clinics and Training Camps

15.1 Western Canadian Junior Training Camp

This camp may be organized in conjunction with the Western Canadian Championships.

15.2 Adult Training Camps

The AOA, under the direction of the VP skills development, organizes at least one adult training camp each year. The camp may be organized by the ED, VP skills development or by an AOA volunteer.

15.3 Training Clinics

To keep orienteering as a thriving sport, three main skill sets are needed: orienteering officials who organize the events and set the courses, mappers who produce or update the maps, and coaches who help improve the skills of their fellow orienteers. The AOA will hold or help associated clubs hold training clinics to teach interested volunteers the related skills for these three areas, as well as other skills to help keep orienteering a thriving sport (such as SI timing, club development).

16.0 Maps

The Alberta Orienteering Association (AOA) views the mapping portfolio of the AOA and its member clubs as one of the key assets of Alberta orienteering – without maps, there would be no events. It is therefore important that the portfolio is developed and maintained for the purposes of Alberta Orienteering and its association of clubs.

The AOA will:

- Maintain the existing portfolio of digital maps where the copyright is owned by the AOA, and the maps are deemed to be of value to the AOA
- Create new orienteering maps within the province of Alberta
- Promote access to its portfolio of maps through events and training
- Provide guidance on mapping to the member clubs

16.1 Standards

All mapping contracted by the AOA, voluntarily or professionally, will be to International Orienteering Federation (IOF) standards regarding symbols, legibility, scale, colour, contour intervals, etc. (www.orienteering.org)

16.2 Copyright

All maps produced for the AOA will be copyrighted to the AOA. Canadian copyright law states that: as soon as an original work has been written down, recorded or entered on a computer file, it is immediately copyright protected. If the work is created by a person hired for the purpose of creating the work, the copyright may be owned by the employer. Since copyright can be owned

individually or jointly, a clear statement re: copyright ownership of the produced map, must be included in the mapping contract with any hired mapper. This being said, the AOA must be sensitive to the mapper's reputation which is based on the standard and the consistency of the interpretation of the mapping.

Any map funded by the AOA or through a grant given to the AOA becomes property of the AOA. The original drawings will be kept by the member club if a club map, or by the AOA if the map is an AOA or a shared map. Club maps or those produced by the member clubs and may include those produced using AOA mapping grants given to clubs.

To promote more mapping within the province of Alberta the AOA may enter into agreements to share costs of mapping with member clubs for specific mapping projects. The ownership of these maps is shared according to the agreement reached between the AOA and the member club.

Maps of this nature are:

- Mt Laurie – shared 50/50 with the Foothills Wanderers Orienteering Club (FWOC) of Calgary.

16.3 Updating Maps/Version Control

All AOA maps will have a version number assigned to them. The AOA Mapping Director will supply member clubs with the current OCAD version of the map file. The event officials may amend the OCAD file to suit discrepancies between the map and what it is supposed to represent, but they must be approved by the controller, if there is one or the AOA Mapping Director. If approved changes have been made, the Mapping Director receives the updated OCAD file, assigns the version number and maintains this file in the portfolio as the 'current' map. Older versions are kept for historic retrieval

16.4 Map Identification

All AOA maps will be identified with the AOA logo, a copyright statement and the AOA office contact information. The mapper's name/company and date of creation may also be included. Any updates to the map undertaken on behalf of the AOA can also be cited, including the mapper's name/company and dates of updates.

16.5 Use of Maps

Event course planners should always check with the AOA mapping director for the latest version of a forest map. In the planning and running of orienteering events, event directors, course planners, and controllers may use digital versions of AOA maps, but may not forward any map to a third party without permission of the AOA director, unless it is directly related to the running of the event.

16.6 Fee Levy

The current (2011) levy fee paid to the AOA by member clubs for the use of the map is \$1.25/copy

16.7 Volunteer Mapper Contract

A volunteer mapper will create a copyright map for the AOA without financial compensation for his/her time spent on the physical field work and the computer manipulation of the data. All other expenses incurred in the creation of the map will be paid by the AOA (i.e. mileage and out of pocket expenses).

16.8 Professional Mapper Contract

A professional mapper will create a copyright map for the AOA with financial compensation for his/her time spent on the physical fieldwork and the computer manipulation of the data. All expenses associated with the cost of creating the map will be stated in the employment contract. This can include airfare, travel expenses while mapping, a per diem amount for food and accommodation.

17.0 Financial

17.1 Banking and Signing Powers

At least two approved board of directors and/or including the executive director must sign all cheques written against AOA funds. The executive director cannot sign his/her pay cheque or expenses cheque from the AOA

The Executive Director will:

- Help the treasurer and the president in preparing a budget; see that the organization operates within budget guidelines, track and prepare weekly deposits, bank reconciliation
- Jointly, with the president and treasurer of the board of directors, conduct official correspondence of the organization, and jointly, with designated officers, execute legal documents
- Perform the bookkeeping of the association, including accounts payable, accounts receivable and any payroll duties
- Ensure that proper accounting respective of the various funding bodies is maintained.

17.2 Financial Accounting, Reports, and Controls

The AOA financial year is January 1st to December 31st.

The treasurer provides a report to the board at board meetings or at least every three months. The report can be distributed by the Executive Director. The board shall review and approve the financial report at the board meetings.

The treasurer also provides a complete financial statement at the AGM. Two auditors, appointed at the AGM, will audit the financial records.

17.3 Insurance

The AOA shall be covered third party liability insurance.

OC buys third party liability, which covers bodily injury and property damage for all members, volunteers and employees including AOA members. AOA covers the fees for AOA members.

17.4 Waivers and Liability

All participants must sign the AOA's waiver on the membership form. Meet directors may choose to have participants sign a special event waiver if they are unsure of their membership status. Meet directors must have an AOA membership information list at all meets in case of emergency.

17.5 Donations

For donations of \$250 or more, a charitable donation receipt will be given through the Alberta Sport Connection program – Donation Fund. However, there is no guarantee funds designated for the AOA, will be given to the AOA.

Charitable donations may be submitted to Orienteering Canada (OC) on behalf of the AOA, donations to be made payable to Orienteering Canada. A charitable donation receipt would be issued from OC.

17.6 Fund Raising

AOA will apply for an Alberta Gaming and Liquor Commission (AGLC) casino whenever possible.

AOA will apply for grants from Alberta Sport Connection, and any other funding agencies which are suitable, to further attain AOA goals and objectives.

17.7 Sponsors

The OC policy on sponsorship and fund-raising must be reviewed prior to any large scale (greater than \$250) sponsorship plans.

The AOA supports IOF and OC policy on seeking sponsorships.

All communications, agreements, services, and acknowledgments agreed between the AOA and sponsors must be confirmed in writing to safeguard both parties. A summary should be sent to the VP special projects who is responsible for coordinating sponsorship (or to the president if this position is vacant).

Letters of thanks will be sent to all AOA sponsors as well as a copy of any publication, article or photograph in which the sponsor's participation is mentioned.

17.8 Member Club Sponsors

Clubs are encouraged to seek sponsorship as long as it is in keeping with AOA and OC policies. The VP special projects should be kept informed of sponsorship plans so that duplication with AOA plan can be avoided (or the president if this position is vacant).

17.9 Levies

17.9.1 Map Levy paid to the AOA

As the AOA provides the funding for forest mapping in the province, a levy is charged to the member clubs who use the maps in their Canada Cup or B Level events. Currently that charge is \$1.25 per map used in competition.

No map levies are charged for AOA-sponsored clinics or events. The AOA will invoice clubs in December for the total number of AOA maps used during the year.

17.9.2 Membership Levy paid to the AOA

Member clubs pay \$1.25 for each associate or recreation member to the AOA.

17.9.3 Membership Levy paid by the AOA

The AOA pays associated clubs 17% of the total membership fees paid by full AOA members associated with the given club.

17.9.4 Orienteering Canada Levies paid by the AOA

The AOA will pay an insurance recovery fee to OC based on the number of full members, as well as a fee for people who are not full AOA members that orienteered on the day of the meet: \$3 per member, \$0.50 per non-member per event. This is subject to change annually by Orienteering Canada.

OC association fee: Currently the OC annual budget is split among the provincial associations based on their percentage of participants of the total across Canada for that year. For example, in 2011 the OC annual budget to be split amongst the association members was \$20,000. This may change annually. The treasurer and VP finance from OC will send an annual email to the associations to inform them what the budget amount being split will be.

The OC definition of participation days is:

“The total number of participation days of qualifying events by each Association shall be used to calculate Participation Levies. A qualifying event is any orienteering event organized by the Association, or one of its clubs, which is open to the general public or which is for the benefit of its membership. Participation numbers exclude COC (Canadian Orienteering Championships) and NAOC (North American Orienteering Championships) related events, or private events put on by other organizations, schools, companies, corporations etc.. One person-day of orienteering represents one unit of participation. A wayfaring group shall be counted as a single unit. Participation levies assigned for a year shall be based on events held the previous calendar year.”

18.0 Reimbursable Expenses and Rates

18.1 Travel

Out of town travel is reimbursed at a rate of \$0.25/km for use of a personal vehicle. In town travel is not covered by the AOA. This rate should be reviewed from time to time by the board.

18.2 Accommodation

Hotel, motel, and hostel charges will be covered by the AOA for approved out of town trips. For conferences, clinics, etc., accommodations should be shared.

18.3 Items Requiring Prior Approval of the board:

- Meetings, conferences, clinics registration fees
- Meals and beverages for out of town trips. Meals may be paid for based on agreed per diem rate – this requires a separate approval. Alcoholic beverages will not be reimbursed by AOA.
- Airline travel expenses
- Car rental and forms of travel other than personal vehicle.

For some conferences, clinics, or meetings, the AOA may opt to pay for only a pre-determined number of day's meals and accommodation.

18.4 Expense Claims

Receipts are required for all expenses. The sole exceptions are for travel in a personal vehicle or meals purchased on an agreed per diem as per above requirements. Expense claims are to be submitted to the Executive Director or treasurer for payment.

Expense Claims must be submitted within three months of the date the expense was incurred or before the fiscal year end (which ever comes first).

18.5 Large Expenses

Expenses incurred by volunteers (see section Executive Director for those separate expense claims) on behalf of the AOA will be reimbursed. Large expenses should be approved by the board of directors in advance of occurrence.

19.0 Appendix A – By-Laws of the AOA

AOA BYLAWS May 2009 Final

ARTICLE 1 – PREAMBLE

1.1 The Association

The name of the Association is the Alberta Orienteering Association, which may also be known or referred to as the AOA or the Association.

1.2 The Bylaws

The following articles set forth the Bylaws of the Alberta Orienteering Association.

ARTICLE 2 – DEFINING AND INTERPRETING THE BYLAWS

2.1 Definitions

- **Annual General Meeting** means the annual general meeting as described in section 4.
- **AOA or Association** means the Alberta Orienteering Association as incorporated under the Societies Act of Alberta.
- **By-laws** means the Bylaws of this association as amended.
- **Executive** means the Board of Directors of the AOA.
- **Committee** means a working committee created by the Board of Directors.
- **Director** means any person elected or appointed to the Board of Directors.
- **Ex officio** means someone holds a position because of some other position they have e.g. the President of the Executive is automatically chairperson of Executive meetings because they are the President: the President is ex officio Chairperson of Executive meetings.
- **General Meeting** means the Annual General Meeting or a Special General Meeting of members as defined in section 4.
- **Member** means a member of the AOA.
- **Regions or zones** mean provincial regions or zones as defined by Alberta Sport, Recreation Parks & Wildlife Foundation.
- **Signing officer** means a person who is authorized to sign documents or cheques on behalf of the AOA.
- **Societies Act** means Act R.S.A. 2000, Chapter S-14 as amended or any statute substituted for it.
- **Voting Member** means a Member entitled to vote at meetings of the AOA as defined in 3.1.2.

2.2 Interpretation

- Words using the singular include the plural and vice versa.
- Words using the masculine gender include the feminine and neuter genders.
- Words indicating persons include individuals, corporations, partnerships, trusts and unincorporated organizations.

2.3 Liberal Interpretation

These Bylaws must be interpreted broadly and generously.

ARTICLE 3 – MEMBERSHIP

3.1 Classification of members

There are 4 categories of member

(a) Full Members

To become a Full Member an individual or family must pay the annual membership fee for full membership.

(b) Group Member

To become a Group Member a group or club must pay the annual membership fee for group membership.

(c) Club Member

A Club member is a person or family member that belongs to a provincially-affiliated orienteering club, either at an associate or recreational member who pays club fees.

(d) Honorary Member

Honorary life membership may be awarded to persons who have given outstanding service to Orienteering as recommended by the Board of Directors and whose nomination has been approved at an Annual General Meeting.

3.1.1 Member in Good Standing

A Member in good standing is one who has paid their membership fee for the current year or is an Honorary Member and is not suspended as outlined in Article 3.5

3.1.2 Voting Member

A voting member is a full member in good standing over the age of 15.

3.1.3 Non-Voting Member

Any paid employee of the Association cannot vote on Association matters.

3.2 Admission of Members

Any individual or group may become a member in the appropriate category by meeting the requirements in Article 3.1. The individual or group will be entered as a member under the appropriate category in the Register of Members.

3.3 Membership Fees

3.3.1 The Board will set membership fees annually.

3.3.2 The membership year will run from January 1st to December 31st

3.4 Rights and Privileges of Members

3.4.1 Any individual or family member in good standing is entitled to:

- (a) Membership in the Canadian Orienteering Federation.
- (b) Full membership in one Alberta Orienteering Club of their choice.
- (c) To receive notice of any General Meeting of the Association.
- (d) To attend and speak at any General Meeting of the Association.
- (e) To pay membership-rates at AOA-sanctioned events.
- (f) Exercise other rights and privileges given to Members in these Bylaws.

3.4.2 Any Orienteering Club that is an AOA member is entitled to:

- (a) Use of the AOA facilities, advice, and support from the Board in the running of their club.

3.5 Suspension of Membership

3.5.1 The membership of an individual or group may be suspended by the Board, at a special meeting called for the purpose, for a period of up to three months for any of the following reasons:

- (a) The Member has failed to abide by the Bylaws.
- (b) The Member has made a flagrant safety violation at a sanctioned event.
- (c) The Member has disrupted meetings or functions of the Association.
- (d) The Member has through action, or inaction, caused harm to the Association.

3.5.2 Notice to the Member

3.5.2.1 The affected member will receive written notice of the Boards intention to deal with the infraction and the possibility of suspension.

3.5.2.2 The notice will be sent by registered mail to the address given on the member's current membership.

3.5.2.3 The notice will state the reason suspension is being considered.

3.5.3 Decision of the Board

- 3.5.3.1 The member may address the board in person on the matter and may be accompanied by one other person.
- 3.5.3.2 The Board will decide how the matter is to be dealt with and may restrict the time the member has to address the Board.
- 3.5.3.3 The Board may exclude the member from its discussion on the matter, including the vote.
- 3.5.3.4 The Board's decision is final.

3.6 Termination of membership

3.6.1 Resignation

- (a) Any individual, family, or group may end their membership by submitting their request in writing to any member of the Board or to the Association office.
- (b) The withdrawal is effective from the date of receipt by the Association Board or Office.

3.6.2 Death

The membership of a Member is ended on his death.

3.6.3 Deemed Withdrawal

- 3.6.3.1 If a Member has not paid the annual membership fee within three (3) months following the date the fees are due the Member is considered to have resigned.
- 3.6.3.2 In this case the name of the Member is removed from the Register of Members. Membership ceases on the date the Member's name is removed from the Register.

3.6.4 Expulsion

- 3.6.4.1 The Association may, by Special Resolution at any General Meeting called for the purpose, expel a Member for any reason deemed in the interests of the Association.
- 3.6.4.2 The decision is final.
- 3.6.4.3 On the passing of the Special Resolution the name of the Member is removed from the Register of Members, the Member ceases to be a Member on the date his name is removed.

3.7 Transmission of Membership

No right or privilege of any member is transferable to another person. All rights and privileges cease when the member resigns, dies, or is expelled from the society.

3.8 Continued Liability for Debts Due

Although a Member ceases to be a Member, by death, resignation or otherwise, he is liable for any debts owing to the Association at the date he ceased to be a Member.

3.9 Limitation on the Liability of Members

No Member is, in his individual capacity, liable for any debt or liability of the Association.

ARTICLE 4 – MEETINGS OF THE ASSOCIATION

4.1 The Annual General Meeting

4.1.1 The AOA will hold an Annual General Meeting at a date and place to be set by the Board.

4.1.2 A meeting notice will be sent either in written or electronic format to each Member at least twenty-one (21) days before the Annual General Meeting. This notice is to state the place, date, and time of the Annual General Meeting and any business requiring Special Resolution.

4.1.3 Agenda for the Meeting

The Annual General Meeting deals with the following matters:

- (a) Adopting the agenda.
- (b) Adopting the minutes of the last Annual General Meeting.
- (c) Reviewing the President's report.
- (d) Reviewing the financial statements setting out the Association's income, disbursements, assets and liabilities and the auditor's report.
- (e) Appointing the auditors.
- (f) Electing the President.
- (g) Electing Members of the Board.
- (h) Considering matters specified in the meeting notice.

4.1.4 Quorum

Attendance by 5% of the Full Voting Membership at the Annual General Meeting shall be a quorum.

4.2 Special General Meeting of the Association

4.2.1 Calling of a Special Meeting. A Special Meeting may be called at any time:

- (a) By resolution of the Board of Directors to that effect.
- (b) On the written request of a majority of Directors. The request must state the reason for the Special General Meeting and the motion(s) intended to be submitted at the meeting.
- (c) On the written request of one third (1/3) of the Voting Members. The request must state the reason for the Special General Meeting and the motion(s) to be submitted at the meeting.

4.2.2 A meeting notice will be sent either in written or electronic format to each Member at least twenty-one (21) days before the Annual General Meeting. This notice is to state the place, date, and time of the Annual General Meeting and any business requiring Special Resolution.

4.2.3 Quorum

Attendance by 5% of the Full Voting Membership at the Special General Meeting shall be a quorum.

4.3 Proceedings at the Annual or Special General Meeting

4.3.1 Attendance by the Public.

General Meetings of the Association are open to the public. A majority of the Members present may ask any person who is not a member to leave.

4.3.2 Failure to Reach Quorum

The President cancels the General Meeting if a quorum is not present within one-half (1/2) hour after the set time. If cancelled the President shall set a date for a new meeting. If a quorum is not present within one-half (1/2) hour of the set time of the second meeting the meeting will proceed with the Members in attendance.

4.3.3 Presiding Officer

4.3.3.1 The President chairs every General Meeting of the Association. Any director as selected by Board members present can chair in the absence of the President.

4.3.4 Adjournments

4.3.4.1 The President may adjourn any General Meeting with the consent of the Members at that meeting. The continuation of the adjourned General Meeting conducts only the unfinished business from the initial meeting.

4.3.4.1 No notice is required if the General Meeting is adjourned for less than thirty (30) days.

4.3.4.2 The Association must give notice when a General Meeting is adjourned for thirty (30) days or more. The notice must be the same as for any General Meeting.

4.3.5 Voting

4.3.5.1 Each Voting Member has one (1) vote. A show of hands decides every vote at a General Meeting. A ballot is used if at least five (5) voting Members request it. Members may withdraw their request for a ballot.

4.3.5.2 The President does not have a second or casting vote in the case of a tie vote. If there is a tie vote the motion is defeated.

4.3.5.3 A voting Member may not vote by proxy.

4.3.5.4 A majority of the votes of the Voting Members present decides each issue and resolution. The exception- a 75% majority of voting members present is necessary to pass a Special Resolution

4.3.5.5 The Chair declares a resolution or motion carried or lost. This statement is final and does not have to state the votes for and against the resolution.

4.3.6 Failure to Give Notice of Meeting

No action at a General Meeting is invalid due to:

- (a) Accidental omission to give notice to any member.
- (b) Any Member not receiving any notice.

- (c) Any error in any notice that does not affect the meaning.

4.3.7 Written Resolution of All the Voting Members.

All Voting Members may agree to sign a resolution. This resolution is as valid as one passed at a General Meeting. It is not necessary to give notice to call a General Meeting. The date on the resolution is the date it is passed.

ARTICLE 5 – GOVERNMENT OF THE ASSOCIATION

5.1 The Board of Directors

5.1.1 Governance and Management of the Association

The Board governs and manages the affairs of the Association. The Board may hire a paid administrator to carry out the management functions under the direction and supervision of the Board.

5.1.2 Powers of the Board

The Board has the powers of the Association, except as stated in the Societies Act. The powers and duties of the Board include:

- (a) Promoting the objectives of the Association.
- (b) Promoting membership in the Association.
- (c) Hiring employees to operate the Association.
- (d) Regulating employees' duties and setting their salaries.
- (e) Maintaining and protecting the Associations assets and property.
- (f) Approving an annual budget for the Association.
- (g) Paying all expenses for the operation and management of the Association.
- (h) Paying persons for services and protecting persons from debts of the Association.
- (i) Investing any extra monies.
- (j) Financing the operations of the Association, and borrowing or raising monies.
- (k) Making policies for the management and operation of the Association.
- (l) Approving all contracts for the Association.
- (m) Maintaining the accounts and financial records of the Association.
- (n) Appointing legal counsel as necessary.
- (o) Making policies, rules and regulations for operating the Association and using its facilities and assets
- (p) Selling, disposing of, or mortgaging any or all of the property of the Association.
- (q) Without limiting the general responsibility of the Board, delegating its powers and duties to a paid administrator of the Association.

5.1.3 Composition of the Board

The Board shall consist of:

- (a) The President
- (b) Secretary
- (c) Treasurer
- (d) A minimum of three (3) and a maximum of fifteen (15) directors elected at the Annual General Meeting from among the voting members.
- (e) The immediate Past President.

5.1.4 Election of Directors and President.

5.1.4.1 Starting for the date of acceptance of these Bylaws the term of service of each member of the board should be three years. At the first Annual General Meeting following the acceptance of these Bylaws the Voting Members elect the following Directors:

- (a) Three (3) Directors, each to serve a term that ends at the close of the third Annual General Meeting at which the Directors were elected.
- (b) Three (3) Directors, each to serve a term that ends at the close of the second Annual General Meeting at which the Directors were elected.
- (c) Three (3) Directors, each to serve a term that ends at the close of the first Annual General Meeting at which the Directors were elected.

5.1.4.2 At each succeeding Annual General Meeting of the Board Voting Members elect three (3) Directors, each to serve a term that ends at the close of the third Annual General Meeting following the Annual General Meeting at which those Directors were elected.

5.1.4.3 Voting Members may re-elect any Director of the Board for a maximum of three (3) consecutive terms.

5.1.4.4 Voting Members elect the President at the Annual General Meeting. The President can only serve for a maximum of one consecutive 3-year term.

5.1.5 Resignation, Death or Removal of a Director.

5.1.5.1 A Director, including the President and immediate Past President, may resign from office giving one (1) months notice in writing. The resignation takes effect either at the end of the months notice, or on the date the Board accepts the resignation.

- 5.1.5.2 Voting Members may remove any Director, including the President and immediate Past President, before the end of his term. There must be a majority vote at a Special General Meeting called for this purpose.
- 5.1.5.3 If there is a vacancy on the Board the remaining Directors may appoint a Member in good standing to fill that vacancy for the remainder of the term. This does not apply to the position of immediate Past President. This position remains vacant.

5.1.6 Meetings of the Board

- 5.1.6.1 The Board shall hold a minimum of four (4) meeting a year.
- 5.1.6.2 The President calls the meetings. The President also calls a meeting if any two (2) Directors request in writing and state the business for the meeting.
- 5.1.6.3 Ten (10) days notice for the Board meeting is mailed to each Board Member. If electronic communication is used then the notice may be reduced to five (5) days.
- 5.1.6.4 A majority of Directors present at any Board Meeting is a quorum.
- 5.1.6.5 If quorum is not met after ½ hour of the scheduled start of the meeting, the President shall adjourn the meeting and it shall be rescheduled by the Board.
- 5.1.6.6 Each Director, including the President and Past President, has one (1) vote.
- 5.1.6.7 The President does not have a second or casting vote in the case of a tie vote. In the case of a tie vote the motion is defeated.
- 5.1.6.8 Meetings of the Board are open to Members of the Association, but only Directors may vote. A majority of the Directors present may ask any other Members, or other person present, to leave.
- 5.1.6.9 All Directors may agree to and sign a resolution. This resolution is as valid as one passed at any Board Meeting. It is not necessary to give notice or to call a Board Meeting. The date on the resolution is the date it is passed.
- 5.1.6.10 A meeting of the Board may be held by conference call. Directors who participate in this call are considered present at the meeting.
- 5.1.6.11 Electronic votes may be held between physical meetings for the purpose of resolving issues that need to be addressed between meetings. Electronic votes can be called by the President or any Directors of the Board.
- 5.1.6.12 The motion to be voted on shall be distributed by the President or the Director calling the vote. The motion shall contain, at a minimum, the name of the parties proposing and seconding the motion, the starting and ending date of the vote, and the list of eligible voters for the vote. The starting date shall be the date that the vote is called and the ending date shall be 5 calendar days after the starting date. The eligible voting body will consist of all Directors of the Board. Eligible voters shall submit votes to the current Secretary via e-mail. An eligible voter may submit a vote to the current Secretary by telephone or by traditional mail if unable to vote via e-mail. The Secretary must verify such a vote in order for it to be counted. Approval of a motion through electronic vote requires the same minimum ratio of

yes to no votes as at physical or conference call meetings (a quorum of 50% of the Board members is necessary for the vote to count).

5.1.6.13 Irregularities or errors done in good faith do not invalidate acts done by any meeting of the Board.

5.1.6.14 A Director may waive their receiving formal notice of a meeting.

5.2 Officers

5.2.1 The Officers of the Association are the President, the Vice-president, the secretary and the treasurer. *At the first meeting of the Board, following the Annual General Meeting, the Board will appoint three or four members of the Board to serve as Officers of the Association.* Directors who have cheque signing authority are 'appointed' as the officers.

5.3 Duties of the Officers of the Association

5.3.1 President

- * When present, will chair over all meeting of the Association, Board and Committees, including Annual General Meetings and Extraordinary Meetings,
- * Liaison with national office,
- * Liaison with Government (policy and funding)
- * Review of the Bylaws,
- * Update Policy manual,
- * Supervise the affairs of the Board,
- * Prepare agenda for Board of Directors meetings
- * Participate in the elaboration of the Association budget,
- * Act as the spokesperson of the Association; and
- * Carries out other duties assigned by the board.

5.3.2 Treasurer

- * Make sure the Fiscal policies are respected,
- * Makes sure a detailed account of revenues and expenditures is presented to the Board,
- * Make sure an audited statement of the financial position of the Association is prepare and presented to the Annual General Meeting,
- * Make sure all monies of the Association are deposited in the bank chosen by the board
- * Participate in the elaboration of the Association budget
- * Review of fees and levies
- * Review of salaries/inventory

- * Make sure the Grant applications submitted,
- * Chairs the Finance Committee of the Board.
- * Carries out other duties assigned by the board.

5.3.3 Secretary

- * Attend all the meeting of the Association, Board and Committee,
- * Keep accurate minutes of these meetings,
- * Carries out other duties assigned by the board

5.3.4 Past President

- * Chairs the Nominating Committee.
- * Act as an advisor for the President and the Board;
- * Carries out other duties assigned by the board

5.3.5 Resignation, Death or Removal of an Officer of the Association.

5.3.5.1 An Officer may resign from office giving one (1) months notice in writing. The resignation takes effect either at the end of the months notice, or on the date the Board accepts the resignation.

5.3.5.2 Voting Members may remove any Officer, before the end of his/her term. There must be a majority vote at a Special General Meeting called for this purpose.

5.3.5.3 If there is a vacancy on the Board the remaining Officers may appoint a Member in good standing to fill that vacancy for the remainder of the term. This does not apply to the position of immediate Past President. This position remains vacant.

5.4 Board Committees

5.4.1 Establishing Committees

The Board may appoint committees to advise the Board.

5.4.2 General Procedure for Committees

5.4.2.1 A Board Member chairs each committee created by the Board.

5.4.2.2 The Chairperson calls committee meetings. Each committee is to:

- * Record minutes of its meetings.
- * Distribute these minutes to committee members and the Chairpersons of all other committees.
- * Provides reports to each Board meeting at the Boards request.

5.4.2.3 Two (2) days notice is given to each member of the committee stating the date time and location of the committee meeting. Committee members may waive notice.

5.4.2.4 A majority of the committee members present at a meeting is a quorum.

- 5.4.2.5 Each member of the committee, including the chairperson, has one (1) vote at the committee meeting. The chairperson does not have a casting vote in the case of a tie. In the case of a tied vote the motion is lost.

5.5 Standing Committees

The Board establishes the following standing committees:

- (a) Executive Committee
- (b) Finance Committee.
- (c) Mapping Committee
- (d) Technical Committee
- (e) Coaching and Skills development Committee

5.5.1 The Finance Committee

- (a) Consists of the Treasurer, who is the Chair Person, and three other members appointed by the Board.
- (b) It is responsible for:
 - Recommending budget policies to the Board.
 - Investigating and making recommendations to the Board for acquiring funds and property.
 - Recommending policies on disbursing and investing funds to the Board.
 - Establishing policies for Board and Committee expenditure.
 - Arranging the annual audit of the books.
 - Reporting the years activities at the Annual General Meeting.
 - Carrying out other duties assigned by the Board.

5.5.2 The Nominating Committee.

- (a) Consists of the Immediate Past President, who chairs the Committee, and two (2) other members appointed by the Board.
- (b) It is responsible for:
 - Preparing a slate of nominations for the Presidents position.
 - Preparing a slate of nominations for each vacant Directors position.
 - Orienting new Board members.
 - Presenting its recommendations to the Annual General Meeting.

5.6 The Executive Director

5.6.1 The Board may hire an Executive Director to carry out assigned duties.

5.6.2 The Executive Director reports and is responsible to the Board, and acts as an advisor the Board and all Committees. The Executive Director does not vote at any meeting.

- 5.6.3 The Executive Director acts as the administrative officer of the Board in:
- (a) Attending Board and other meetings as required.
 - (b) Hiring, supervising evaluating and releasing all paid staff.
 - (c) Interpreting and applying the Boards policies.
 - (d) Maintaining the Associations books.
 - (e) Help preparing budgets for Board approval.
 - (f) Planning programmes and services based on the Boards priorities.
 - (g) Carrying out other duties as assigned by the board.

ARTICLE 6 – FINANCE AND OTHER MANAGEMENT MATTERS

6.1 The Registered Office

The Registered Office of the Association is located in Calgary Alberta. Another place may be established at the Annual General Meeting or by resolution of the Board.

6.2.1 Finance and Audit

6.2.1 The fiscal year of the Association ends on December 31st of each year.

6.2.2 There must be an audit of the books, accounts and records of the Association at least once each year. The Auditors will be appointed each Annual General Meeting. At each Annual General Meeting of the Association the Auditors submits a complete statement of the books for the previous year.

6.3 Seal of the Association

6.3.1 The Board may adopt a seal as the Seal of the Association.

6.3.2 The Secretary has control and custody of the seal, unless the Board directs otherwise.

6.3.3 The Seal of the Association can only be used by Officers authorised by the Board. The Board must pass a motion to name the authorised Officers.

6.4 Cheques and Contracts of the Association

6.4.1 The designated Officers of the Board sign all cheques drawn on the monies of the Association. Two signatures are required on all cheques. The Board may authorise the Executive Director to sign cheques for certain amounts and circumstances. The Executive Director may not sign his own pay cheque or any other cheque in their name.

6.4.2 All contracts with the Association must be signed by the persons authorised to do so by the Board.

6.5 The Keeping and Inspection of the Books and Records of the Association

6.5.1 The Secretary keeps a copy of the Minutes Books and records minutes of all meetings of Members and of the Board.

- 6.5.2 The Secretary keeps the original Minutes Books at the Registered Office of the Association. This record contains minutes from all meetings of the Association, the Board and the Committee.
- 6.5.3 The Board keeps and files all necessary books and records of the Association as required by the Bylaws, the Societies Act, or any other statute or laws.
- 6.5.4 A Member wishing to inspect the books or records of the Association must give reasonable notice to the President and the Secretary of the Association of his intent to do so.
- 6.5.5 Unless otherwise permitted by the Board, such inspections will take place only at the Registered Office, or other premises as identified by the Association, during normal business hours.
- 6.5.6 All financial records of the Association are open for inspection by Members.
- 6.5.7 Other records of the Association are also open to inspection, except for records that the Board designates as confidential.

6.6 Borrowing Powers

- 6.6.1 The Association may borrow or raise funds to meet its objectives and operations; The Board decides the amounts and the ways the money is raised, including giving or granting security.
- 6.6.2 The Association may issue debentures to borrow only by resolution of the Board confirmed by a Special Resolution of the Association.

6.7 Payments

- 6.7.1 No Member, Director or Officer of the Association receives any payment for his services as a member, Director or Officer.
- 6.7.2 Reasonable expenses incurred while carrying out duties of the Association may be reimbursed upon Board approval.

6.8 Protection and Indemnity of Directors and Officers

- 6.8.1 Each Director or Officer holds office with protection from the Association. The Association indemnifies each Director or Officer against all charges that result from any act done in his role for the Association. The Association does not protect any Director or Officer for acts of fraud, dishonesty or bad faith.
- 6.8.2 No Director or Officer is liable for the acts of any other Director, Officer or employee. No Director or Officer is responsible for any loss or damage due to bankruptcy, insolvency, or wrongful act of any person, firm or corporation dealing with the Association. No Director or Officer is liable for any loss due to an oversight or error in judgement, or by an act in his role for the Association, unless the act is fraud, dishonesty or bad faith.
- 6.8.3 Directors or Officers can rely on the accuracy of any statement or report prepared by the Associations auditor. Directors or Officers are not liable for any loss or damage as a result of acting on that statement or report.

ARTICLE 7 – AMENDING THE BYLAWS

- 7.1 These Bylaws may be cancelled, altered or added to by a Special Resolution at any Annual General or Special Meeting of the Association.
- 7.2 The twenty-one (21) days notice of the Annual General or Special Meeting of the Association must include details of the proposed resolution to change the Bylaws.
- 7.3 The amended Bylaws take effect after approval of the Special Resolution at the Annual General or Special Meeting and acceptance by the Corporate Registry of Alberta.

ARTICLE 8 – DISTRIBUTING ASSETS AND DISSOLVING THE ASSOCIATION

- 8.1 The Association does not pay any dividends or distribute its property among its Members.
- 8.2 If the Association is dissolved, any funds or assets remaining after the payment of all debts are to be paid to a registered and incorporated charitable organisation. Members are to select this organisation by Special Resolution. Under no circumstances may any Member receive any assets for the Association.

20.0 Appendix B – Job Descriptions of AOA Board Members

20.1 *President*

To plan, organize, direct and control the Association operational activities to ensure the best results for the members.

20.2 *Secretary*

The recording is responsible for recording minutes of all board meeting, issues a copy of the minutes to all board members and maintains “book of motions” carried by the AOA.

20.3 *Treasurer*

The treasurer is responsible for implementing financial policy as agreed by the AOA Board. He or she is responsible for monitoring banking activity and finances of the Association, the preparation of a budget in association with other members of the Board and the preparation of accounts for audit.

20.4 *Skills Development*

The VP skills development and coaching is responsible for coaching, team selections and training for adults and juniors.

20.5 *Mapping*

To plan and coordinate mapping activities within the province of Alberta excepting those areas under jurisdictions of local clubs (e.g. the two urban clubs, EOOO and FWOC).

21.0 Appendix C – Job Description of the AOA Executive Director (Summary)

Direct the day-to-day operations of the office, interpreting and applying the Board's policies, attending Board and other meetings as required, maintaining the Association's books of account, help in preparation of the budgets for Board approval. Planning programs and services based on the Board's priorities. Acts as a consultant to the Board and its committees. Hiring, supervising, evaluating, and releasing paid staff and caring out other duties as assigned by the Board.