

Canadian Radio Yachting Association
Bylaws
Effective June 25, 2020

Section 1: Definitions

- 1.1 Act means the Canada Not-for-profit Corporations Act.
- 1.2 Association means the Canadian Radio Yachting Association.
- 1.3 Association newsletter is called “Canadian Radio Yachting”.
- 1.4 Board means the Board of Directors.
- 1.5 Class Member means a member in good standing, who is the owner of a boat of the Class referred to and has registered the boat with the Association.
- 1.6 Class Secretary has the meaning defined in bylaw 15.6.
- 1.7 CRYA means Canadian Radio Yachting Association.
- 1.8 IRSA means the International Radio Sailing Association.
- 1.9 Ordinary Resolution means a resolution passed by a majority of the votes cast on that resolution.
- 1.10 Special Resolution means a resolution passed by a majority of not less than two thirds of the votes cast on that resolution.

Section 2: Membership

- 2.1 Membership in the Association is open to anyone expressing an interest in model yacht sailing and agreeing to abide by its Articles and Bylaws.
- 2.2 Citizens of Canada and permanent residents of Canada who apply for membership are to be accorded all membership rights and privileges.
- 2.3 The Association welcomes members who are neither citizens nor permanent residents of Canada; however, those members may not represent Canada in world or continental championships, recognized by IRSA.
- 2.4 The Association may grant temporary membership to members of other national authorities.
- 2.5 Membership is obtained by the applicant completing and submitting a membership application form via the Association’s website or by the form contained in the Association’s newsletter and paying the annual membership dues.
- 2.6 A person whose membership has been allowed to lapse may be reinstated by payment of the current year’s dues.

- 2.7 The Board shall have the authority to terminate the membership of any person for just cause.

Section 3: Members in Good Standing

- 3.1 All members are in good standing except a member who has failed to pay the current annual membership dues by the late dues payment date.
- 3.2 Membership dues become due on December 1st of the new fiscal year and are payable before the late dues payment date of February 28, of the following year.
- 3.3 A person not in good standing after April 30 of the fiscal year shall cease to be a member.

Section 4: Voting

- 4.1 Only members in good standing, as defined in Section 2 Membership and in Section 3 Members in Good Standing, may vote.

Section 5: Member Meetings

- 5.1 A meeting of members may be called by the Board at any time.
- 5.2 A group of members of the association, numbering more than 5% of the members entitled to vote at a general meeting, may requisition the directors, in accordance with the Act, to call a meeting for the purposes stated in the requisition.
- 5.3 The Association shall send notice of the date and place of a member meeting 21 to 60 days before the meeting.
- 5.4 Notice of a meeting of members shall describe the following where any business is to be transacted at the meeting that is not the consideration of the financial statements, public accountant's report, election of directors or re-appointment of the incumbent public accountant:
 - (a) the nature of that business, in sufficient detail, to permit a member to form a reasoned judgment on the business; and
 - (b) the text of any Special Resolution to be submitted to the meeting.
- 5.5 The quorum, for a meeting of members, shall be the lesser of 20 members or 10% of the members in good standing, at the commencement of the meeting.
- 5.6 A meeting of members may be held entirely by means of a telephonic, an electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting.

Section 6: Officers

- 6.1 The elected officers of the Association shall be a President, a Secretary, a Treasurer, a Registrar, a Communications Director, a Technical Director and one Regional Director for each region (Atlantic, Quebec, Ontario, Prairies and Pacific).
- 6.2 The regions are defined as follows:
 - (a) Pacific Region includes British Columbia and the Yukon;
 - (b) Prairie Region includes Alberta, Saskatchewan, Manitoba, the Northwest Territories and Nunavut;
 - (c) Ontario Region includes Ontario;
 - (d) Quebec Region includes Quebec;
 - (e) Atlantic Region includes New Brunswick, Prince Edward Island., Nova Scotia, and Newfoundland and Labrador.
- 6.3 The immediate Past President may act in an advisory category.
- 6.4 The President, Secretary and the Treasurer shall be the Association's signing officers.

Section 7: Duties of Officers

- 7.1 The President shall oversee the affairs of the Association according to the articles and bylaws and with the advice and counsel of the Board. The President shall preside at meetings of the Board.
- 7.2 The Board may appoint ad hoc and permanent committees as required or appoint individual members to carry out specific responsibilities.
- 7.3 The President shall be responsible for relations with international organizations and other national authorities.
- 7.4 The Secretary shall be the acting President in the absence or incapacity of the President.
- 7.5 The Secretary shall be responsible for Association correspondence and for administering elections and referendums on balloted motions.
- 7.6 The Secretary may also be assigned by the President to carry out other specific duties or tasks.
- 7.7 The Treasurer shall collect dues and fees from members of the Association, maintain records of the collection and dispersal of all Association funds, prepare and present annual financial statements for approval by the Board and presentation at the Annual Meeting. The financial statements shall be published in the Association's newsletter or website. The Treasurer shall prepare an annual

budget for Board approval and obtain approval of the Board before disbursing any unbudgeted funds in excess of \$100.00.

- 7.8 The Registrar shall be responsible for maintaining the Association's registers of members, members' yachts and personal sail numbers.
- 7.9 The Communications Director shall be responsible for the quarterly newsletter and the website.
- 7.10 The Technical Director shall be responsible for the racing program and shall provide assistance to the Class Secretaries as requested.
- 7.11 Regional Directors shall promote all aspects of radio sailing and particularly regattas in their region. They shall submit regular reports on activities within their region for publication in the Association's newsletter or website.

Section 8: Board of Directors

- 8.1 The Board of the Association shall comprise the elected officers.
- 8.2 The Board shall have the right where a vacancy occurs in any office during a term to fill that office by appointment, for the balance of the term.
- 8.3 The Board shall, where appropriate, initiate and fund programs for the betterment of model yacht sailing and racing in Canada.

Section 9: Election of Officers

- 9.1 Election of officers shall be by ballot at the Annual Meeting.
- 9.2 A call for nominations shall be sent to members, or be published in the Association's newsletter, or website by November 1st of the year before the Annual Meeting. Nominations for officers will close upon the commencement of the Annual Meeting.
- 9.3 Nominations for officer may be made by emailing the nomination to the Secretary before the cutoff date determined in Section 9.2 and are effective upon receipt by the Secretary of an email from the nominee agreeing to stand for office.
- 9.4 The elected officers shall serve a two-year term and may be re-elected.
- 9.5 Elections shall be held at the Annual Meeting held following a fiscal year ending in an odd numbered year.

Section 10: Board Meetings

- 10.1 The business of the Board shall normally be conducted under the direction of the President, or in the President's absence by the Secretary, by means of

correspondence, telephone conference calls, electronic mail, or any other form of communication agreed to by the Board.

10.2 A quorum for any decision of the Board shall consist of seven members.

Section 11: Head Office

11.1 The address of the Association's head office shall be posted on the Association's website. The Board may change the address within the province specified in the Articles, at any time, followed by notification of the change to Corporations Canada, in accordance with the Act. A change of address to a new province requires a change to the Articles.

Section 12: Corporate Seal

12.1 The Association does not have a seal.

Section 13: Dues, Fees, Assessments:

13.1 The amount of annual dues, registration fees for new yachts, fees for personal sail numbers and fees for other benefits, shall be established by the Board.

13.2 Special assessments may be levied by the Board, but any such assessment shall be limited to no more than the equivalent of one year's dues.

Section 14: Financial Statement Review

14.1 The Board shall annually appoint a member, who is not on the Board, to examine the accounting records of the Association and make a written report on their findings. The report shall be distributed with the annual financial statements which are sent to the members before the Annual Meeting and published in the Association's newsletter or website.

Section 15: Classes and Class Administration

15.1 The Association shall register individual yachts of any class or type.

15.2 The Association recognized classes consist of all IRSA recognized classes and all other classes that have 20 or more members with boats registered with the Association and continue to have a minimum of 10 members with registered boats in the class, after initial recognition.

15.3 To register a boat in any class, the owner must be a member in good standing.

- 15.4 The Association's newsletter shall report in each issue the recognized classes and class associations together with the names and contact information of their class secretaries. Alternately, this information may be posted on the Association's website.
- 15.5 In order for a class association to be recognized by the Association, the class association shall submit the following information to the Secretary:
- a) a copy of its constitution, bylaws and other governing documents,
 - b) a copy of the class rules,
 - c) the names of the officers of the class association, and
 - d) a roster of current Class Members.

The Secretary shall submit this material to the Board for formal recognition of the class association. The Board may poll the Class Members or make additional requirements.

- 15.6 Where there is no class association for a particular class, the Board may appoint a Class Secretary to oversee the interests of the class, coordinate class activities, and provide information and support to Class Members. The Board may select the appointee based on a ballot of the Class Members.
- 15.7 The Board may appoint CRYA Official Measurers, empowered to measure and sign measurement control documents for any Association recognized class, and may appoint CRYA Official Class Measurers, empowered to measure and sign measurement control documents for a designated class.

Section 16: Changes to Class Rules and General Class Motions

- 16.1 Changes to the class rules of classes under IRSA jurisdiction and classes having an international class association shall be made in accordance with the rules of the international governing body. Where a Canadian representative is given a vote in such a situation, the vote shall be supported by a ballot of the Class Members.
- 16.2 Changes to the class rules of Association recognized classes that are under the jurisdiction of other national authorities shall follow the current version of those class rules.
- 16.3 For classes, under Association jurisdiction, changes to the class rules shall be made as follows:
- (a) Where there is a class association recognized by the Association, class rules shall be changed by ballot of the Class Members;
 - (b) Where there is no class association, class rules shall be changed by ballot of the Class Members;

- (c) All class rule changes, under Association jurisdiction, are subject to endorsement by the Board.
- 16.4 Motions affecting a particular class that has no class association may be proposed and seconded by Class Members and submitted to the Secretary. The Board shall, on a timely basis, advise the Class Members of the motion and conduct a poll where appropriate and do such other actions as may be necessary to implement the motion, where successful.

Section 17: Championships and Other Regattas

- 17.1 Only classes recognized by the Association are eligible to hold Association sanctioned events.
- 17.2 Canadian and regional championships and other regattas sanctioned by the Association shall be sailed under the current World Sailing Racing Rules of Sailing (RRS) as altered by Appendix E. These may be altered by the sailing instructions only with the prior approval of the Technical Director.
- 17.3 Championship events requiring racing in heats will be conducted in accordance with a recognized heat management system.
- 17.4 For a Canadian or regional championship to be officially sanctioned by the Association and so noted in the Association's newsletter, or website, the following procedure shall be required.
- (a) A formal request from the host club, endorsed by the Class Secretary, on behalf of the class association, where there is one, shall be submitted through the relevant regional director for authorization by the Board at least three months in advance of the event.
 - (b) Such events shall, as far as possible, be rotated geographically. The approved sponsoring club shall provide reasonable notice of the events to the membership through the Association's newsletter or website.
 - (c) The results of the event shall be promptly reported to the Class Secretary, to the relevant regional director and to the Communications Director to enable publication in the Association's newsletter or website.
 - (d) In a Canadian or regional championship regatta, all yachts entered in the competition will be required to produce valid measurement certificates when required by the class rules or, in classes without measurement certificates, a proof of registration prior to sailing in the event.
 - (e) In Canadian or regional championship regattas, each yacht shall be properly registered in its class, and all skippers shall be members of the Association or other national authority.
 - (f) Canadian representation at world or continental championships shall be determined by a Board approved ranking system, or where no ranking system is in place, then representation shall be the highest placing Canadian finisher

in the most recent Canadian class championship and other competitors as determined by the Board.

Section 18: Relationships

- 18.1 The Association is an Affiliate Organization Member of Sail Canada.
- 18.2 The Association, as the Canadian national authority for radio sailing, represents Canada within IRSA as a Designated National Member.

Section 19: Communications

- 19.1 The Association will maintain a website and attempt to publish a quarterly newsletter.

Section 20: Amendments to the Bylaws

- 20.1 These bylaws may only be amended by a Special Resolution at a meeting of members.

Section 21: Availability of Copies

- 21.1 Copies of the Association's articles and bylaws shall be made available to members by posting on the Association's website, or upon request.