

POLAR KINGS ATHLETIC CLUB

BYLAWS

I. NAME

The name of the Society shall be the POLAR KINGS ATHLETIC CLUB.

II. MEMBERSHIP

a. Membership in the Society shall mean:

1. The Board of Directors which shall consist of no more than eleven (11) individuals. An individual being of at least eighteen (18) years of age may be presented for membership in the Society of the Board of Directors. He/she may become a member by a favorable vote of 2/3 majority of the members present at a meeting of the Board of Directors. Membership in the Society shall be solely determined by the Board of Directors. Such voting shall be by secret ballot unless the meeting by resolution otherwise decides. A membership fee if any in the Society shall be determined from time to time by the Board of Directors.
2. Honorary Members may be so awarded by the Board of Directors by a 2/3 majority vote for outstanding service to the Club. Honorary members shall act in an advisory capacity but shall not be entitled to vote at any meetings of the Board of Directors.

b. Any member wishing to withdraw from membership may do so upon a notice in writing addressed to the Board of Directors through the Secretary. If any member is in arrears of his/her fees or assessments for any year, such member shall be automatically suspended at the expiration of six months from the end of such year and thereafter be entitled to no membership privileges or powers in the Society until reinstated. Any member upon a majority vote of the Board may be expelled from membership for any cause, which the Society may deem desirable.

III. BOARD OF DIRECTORS

a. Board of Directors shall mean the Board of Directors of the Polar Kings Athletic Club.

b. The Board shall, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Society.

Meetings of the Board shall be held as often as may be required but at least once every three (3) months and shall be called by the President.

A special meeting may be called on the instructions of any two members thereof provided they request the President in writing to call such a meeting and state the business to be brought before the meeting. Meetings of the Board shall be called by a minimum (3) days notice communicated by mail or electronically to each member. The majority of members of the Board shall form a quorum.

IV. PRESIDENT

The President shall be ex-officio a member of all committees. He shall when present preside at all meetings of the Society and Board. In his absence the Vice-President shall preside at any such meeting and in the absence of both a chairman may be elected by the meeting to preside thereat.

V. VICE - PRESIDENT

The Vice - President shall, in the absence or inability of the President assumes the duties of the President and shall, in the event, have all of the powers, authority and restrictions of the President.

VI. SECRETARY

- a. It shall be the duty of the Secretary to attend all meetings of the Board and to keep accurate minutes of the same. He/she shall have charge of the seal of the Society which seal whenever used shall be authenticated by the signatures of the President and the Secretary, or in the case of the death or inability of either to act, by the Vice -President. In the case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all correspondence of the Society and be under the direction of the President and the Board.
- b. The Secretary shall keep a record of all the members of the Society and their addresses; send all notices of the various meetings as required and shall collect and receive the annual dues or assessments levied by the Society. Such monies are to be promptly turned over to the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as hereinafter required.

VII. TREASURER

The Treasurer shall receive all monies paid to the Society and shall be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He/she shall promptly account for the funds of the Society and keep such books as may be directed.

He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited as herein after set forth of the financial position of the Society and submit a copy of the same to the Secretary for the records of the Society. The office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.

VIII. AUDITING

- a. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Society elected for that purpose at the Annual Meeting of the Society. The fiscal year for the Society shall be June 1st to May 31st.
- b. The books and records of the Society may be inspected by any member of the society at the Annual Meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the officers having charge of same. Each member of the Board shall at all times have access to such books and records.

IX. MEETINGS

- a. This Society shall hold an annual meeting on or before August 31st of every year, of which notice in writing by mail or electronically to each member shall be delivered ten days prior to the date of the meeting. At this meeting there shall be elected a President, Vice-President, Secretary, Treasurer (or Secretary-Treasurer) and Directors. The officers and directors so elected shall form the Board of Directors and shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled at the next meeting provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible for any office in the Society.
- b. General meetings of the Society may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing by mail or electronically to each member delivered with a minimum (3) days notice prior to the date of such meeting. A special meeting shall be called by the President or Secretary upon receipt by him/her of a petition signed by one-third of the members in good standing setting forth the reasons for calling such a meeting which shall be sent by letter or electronically to each member delivered with a minimum (3) days prior to the meeting.

X. EXPULSION OF MEMBERS

- a. Any member who does not conduct himself in accordance with the objectives of the Polar Kings Athletic Club or fails to comply with the Bylaws, Rules and Regulations or ruling of the Board may be expelled from membership in the Polar Kings Athletic Club by a resolution passed

by two-thirds (2/3) of the members at a General Meeting called for that purpose.

- b. Any member of the Board who fails to attend Board of Directors meetings on three (3) consecutive occasions, without just cause, which shall be solely determined by the Board, on a motion passed by a majority of the Board, maybe removed as a member of the Board of Directors and Society.

XI. VOTING

- a. Any member who has not withdrawn from membership, been suspended or expelled as herein provided shall have the right to vote at any meeting of the Society. Such votes must be made in person at meetings and not by proxy or otherwise.
- b. When necessary, voting may be submitted electronically, such votes must then be ratified at the next meeting of the Society.

XII. REMUNERATION

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

XIII. BORROWING POWERS

The Polar Kings Athletic Club shall not borrow monies.

XIII. BYLAWS

The Bylaws of the Polar Kings Athletic Club may be rescinded, altered or added to by a Special Resolution passed at an Annual Meeting of the Society.

Dated This ___17th___Day_of August, 2026.