

FLOAT COLLECTIVE BYLAWS

1. Membership fee, if any, in the Not for Profit Organization (“NPO”) shall be determined, from time to time, by the members at a general meeting. Any person and being of the full age of 18 years, may become a member by a favourable vote passed by a majority of the members at a regular meeting of the NPO, and upon payment of the fee. Such voting shall be by ballot, unless the meeting by resolution otherwise decides.
2. Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through the Secretary. If any member is in arrears for 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 shall thereafter be entitled to no membership privileges or powers in the NPO-until reinstated. Any member upon a majority vote of all members of the NPO in good standing may be expelled from membership for any cause which the NPO may deem reasonable.

BOARD OF DIRECTORS

3. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the NPO. Pursuant to the Articles of Incorporation the minimum number of Directors is 1, and the maximum is 10. A Director’s term is a default of 2 years, after such time the Director’s position must be renewed by the Board at the Annual General Meeting (“AGM”).
4. 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 NPO, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President. A special meeting may be called on the instructions of any two members provided they request the President in writing to call such meetings, and state the business to be brought before the meeting. Meetings of the Board shall be called at the last board meeting, at least 10 days in advance in writing by email or by Facebook messenger. **Any four members shall constitute a quorum**, and meetings shall be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.
5. A person appointed or elected a director becomes a director if they were present at the meeting when being appointed or elected, and did not refuse the appointment. They may also become a director if they were not present at the meeting but consented in writing to act as director before the appointment or election, or within ten days after the appointment or election, or if they acted as a director pursuant to the appointment or election.
6. Any director or officer, upon a majority vote of all members in good standing, may be removed from office or any cause which the NPO may deem reasonable.

PRESIDENT

7. The President shall be ex-officio a member of all Committees. He/she shall, when present, preside at all meetings of the NPO and of the Board. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

SECRETARY - MEMBERSHIP SERVICES

8. It shall be the duty of the secretary to attend all meetings of the NPO and of the Board, and to keep accurate minutes of the same. In 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 maintain a record all the correspondence of the NPO and be under the direction of the President and the Board.
9. The Secretary shall also keep a record of all the members of the society and their addresses, send all notices of the various meetings as required, and collect and receive the annual dues or assessments levied by the NPO. Such monies shall be promptly turned over to the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as required.

TREASURER

10. The Treasurer shall receive all monies paid to the NPO and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He/she shall properly account for the funds of the NPO 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 of the financial position of the NPO and submit a copy of same to the Secretary for the records of the NPO. The Office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.

AUDITING

11. 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 NPO elected for that purpose at the Annual Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the NPO. The fiscal year end of the NPO in each year shall be November 04th (month & day).
12. The books and records of the NPO may be inspected by any member of the NPO at the Annual Meeting or at anytime upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

MEETINGS

13. This NPO shall hold an annual meeting during the Portland Float Conference or before August 15th in each year, of which notice in writing to the last known contact (including email, Facebook messenger, telephone, etc) of each member shall be delivered in the email one month/ (30) 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. Should there be a vacancy in any of these positions or lapse in term length, the officers and directors so elected shall form a Board, 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 to any office in the NPO.
14. General meetings of the NPO may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing to the last known email, or Facebook messenger. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by letter to the last known email address to each member.
15. Meetings will be held on a regular basis with the expectation Board Directors will be present for 90% of all board meetings. If more than two consecutive meetings are missed without acceptable reasoning, the Board shall vote on the position and role moving forward.

VOTING

16. Any member who has not withdrawn from membership nor has been suspended nor expelled shall have the right to vote at any meeting of the NPO. Such votes must be made in person or by proxy or otherwise.

REMUNERATION

17. Unless authorized at any meeting and after notice for same shall have been given, no officer, director, or member of the NPO shall receive any remuneration for his/her services.
18. The Reimbursement Policy of the NPO forms a schedule to these Bylaws and sets out the requirements for when remuneration to a director or member of the NPO is acceptable.

BORROWING POWERS

19. For the purpose of carrying out its objects, the NPO may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the NPO, and in no case shall debentures be issued without the sanction of a special resolution of the NPO.

BYLAWS

20. The Bylaws may be rescinded, altered or added to by a “Special Resolution”.

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