

ADSA BY-LAWS



Updated March 2019

By-Law No. 1 – Name of the Association

1. NAME

The name of the Association shall be the “Alberta Debate and Speech Association” (ADSA).

By-Law No. 2 – Purpose and Objectives

1. MISSION STATEMENT

Our mission is to provide and promote educational debate and speech activities at local, regional, provincial, national and international levels for junior and senior high school students in Alberta, and to provide and promote classroom education in communications and critical thinking for all Alberta youth.

2. STRATEGIC OBJECTIVES

In order to realize its vision, the ADSA will concentrate on achieving these strategic objectives:

- 2.1 Build stable funding arrangements, which enable us to provide member services without interruption or uncertainty.
- 2.2 Provide a high quality of instructional resources for teachers and students in Alberta.
- 2.3 Conduct an exceptional program of workshops and tournaments, which provide a complete educational experience.
- 2.4 Emphasize quality and member needs in all our activities and provide support for teachers who implement the programs.
- 2.5 Have debate and speech activities available to students through schools in every division in Alberta.
- 2.6 Undertake activities and events, which enhance our mission and increase our capacity to deliver service.
- 2.7 Use electronic communication as the primary means of resource delivery to make our products available to the widest possible number of clubs and students.
- 2.8 Be the most cost-effective means of providing and promoting educational debate and speech activities in Alberta.
- 2.9 Be recognized as the leading resource for the public on debate and speech in Alberta.

3. CORE BUSINESS

- 3.1 Membership Services
 - a) Recruitment of new members
 - b) Program resource to the existing membership base
 - c) Central Communications
 - d) Advice and guidance
- 3.2 Instructional Support
 - a) Development and publication of guidebooks
 - b) Development and publication of research packages
 - c) Delivery of instructional workshops, seminars and in-services
- 3.3 Program Oversight, Development and Delivery
 - a) Development, custodianship and publications of rules and policies
 - b) Rulings and interpretations
 - c) Development of new delivery methods (i.e.: Advanced Strategy Workshop)
 - d) Ensure delivery of events that are provincial in scope
 - e) Coordinate, communicate and comply with regionals, national, and world-wide debate and speech organizations
- 3.4 Fund-raising / Publicity
 - a) Solicit, develop and maintain long-term funding partnerships with corporate, philanthropic and public-sector funders for suitable events and program elements
 - b) Secure project funding for special projects and other unique events
 - c) Promote debate and speech to various audiences (including teachers, trustees, superintendents and specialty councils) and the public at large
- 3.5 Administration
 - a) Office administration and management
 - b) Support to the Board of Directors
 - c) Management and reporting of Association finances

4. EVENTS

The main vehicle of the program is an integrated schedule of events, which are organized, supported or sanctioned by the Association. These include:

- 4.1 Regional Workshops: New to Debate and Speech workshops for competitors and judges are offered where there is demand during September and October. Members may only attend the ones for the region they are registered in. The ADSA office, coaches and alumni who have experience in ADSA programming should teach the majority of workshops. These workshops are the primary means of introducing students and judges to the concepts and mechanics of debate and speech. Workshops may be followed with a qualifying tournament for new students.
- 4.2 Tournaments: Member clubs deliver programs during the year through a series of tournaments, usually local in scope. The ADSA office provides support through materials, advice and publicity. It also provides the policies and rules by which events run, and standard forms (ballots; guides; briefings; etc.). Hosts are responsible for all other organizational details and bear any associated costs; clubs or students

pay a tournament registration fee to offset these costs. The ADSA office shall endeavor to ensure that an appropriate number of local debate and speech tournaments are planned to ensure students have an opportunity to qualify for Regionals each year.

- 4.3 All member clubs must host at least one tournament (debate or speech, junior or senior) annually or a debate and a speech tournament if the club competes in both, beginning no later than the third year of membership. Clubs in their second year may host or co-host a tournament. These tournaments may be capped in size but must be published in the ADSA online schedule and open to all member clubs if offered as an ADSA sanctioned event. Clubs wanting to be excused from hosting in a particular year while still taking part in tournaments must apply to the ADSA Board or their students will not be accepted as individual members in that year. Priority for registration in Regional events will go to clubs that have met their hosting requirement for the year.
- 4.4 Special Association Events: The Association organizes or hosts special tournaments or events such as the Model Legislature. It also assists outside organizations with events (such as the Churchill Debates, and Law Day). The Association does all organization and materials production for the Model Legislature, while charging registration fees and seeking project partners, such as the University of Alberta Debate Society and other alumni.
- 4.5 Member Support Services: Regional and alumni reps provide workshops for students and teachers who want to begin or need help in developing their program. Special workshops, teacher in-services at conventions, advice on event, classroom and club organization, and briefings at tournaments may be provided as part of membership, on request and depending on availability of experts. Members have access to materials and schedules on our website, which are regularly updated.
- 4.6 Supra-Regional Activities: The Association schedules two provincial championships, and all regional championships. In addition, it selects and sends winning students to National and International Championships. The Association maintains membership in the Canadian Student Debating Federation and is periodically involved on its board. Based on a national rotation for debate, the association hosts one of the four National Tournaments every 3 to 5 years. The Association bears the costs of communication with and membership in National and World organizations. It is the goal of the association to offset costs for students for tournament registrations when funds are available.

By-Law No. 3 – Organization and Membership

1. DISSOLUTION

In the event of dissolution or winding-up of the Association, all of its remaining assets after payment of its liabilities shall be distributed to one or more recognized charitable organizations.

2. BY-LAWS OF THE ASSOCIATION

The Association By-Laws may be rescinded, amended or added to by a special resolution, moved and seconded, and passed by three-quarters majority of members attending the AGM. Members shall receive proposed resolutions no later than fourteen days prior to the AGM at which the resolution is to be discussed.

3. THE POLICY AND RULES MANUAL

- 3.1 The Association Policy and rules Manual may be rescinded, amended or added to by a resolution, moved and seconded, and passed by two-thirds majority of Institutional Members present at an AGM. Members shall receive proposed resolutions no later than fourteen days prior to the AGM at which the resolution is to be discussed.
- 3.2 Between AGMs, a majority of the Board present at a Board meeting may rescind, amend or add to the policy and rules. Such resolutions may take effect immediately but shall be subject to ratification at the next AGM.

4. REGIONS

The Board at the AGM shall recognize regions as the need arises.

5. MEMBERSHIP

- 5.1 Any organization or individual having an interest in the Association program shall be eligible to apply for Membership.
- 5.2 The Board of Directors shall have discretionary power in determining eligibility for Membership.
- 5.3 Any Member wishing to withdraw from membership may do so upon notice in writing to the Executive of the ADSA Board.
- 5.4 Any member failing to comply with our Bylaws, Policies or Code of Conduct will be provided with a warning, and potentially, at the discretion of the Board, with notice of expulsion from our association without refund, depending on the nature of the rule violation.

6. TYPES OF MEMBERSHIP

- 6.1 The five types of Association membership are: Institutional, Individual, Associate, Honorary and Alumni.
- 6.2 Any Institutional Member who is in arrears for fees for any year shall be automatically suspended on September 30th and shall thereafter not be entitled to membership privileges or powers in the Association until reinstated by the payment of their fees.
- 6.3 The period of membership shall be from September 1st to August 31st.
- 6.4 Institutional, Associate, Honorary or Alumni membership shall entitle an adult (18 years or over) to run for a position on the board, with the exception of the Alumni positions. ADSA alumni may fill the alumni positions.
- 6.5 Institutional, Associate, Honorary and Alumni Members shall receive the Association updates and notification of AGMs and Special General Meetings.

7. INSTITUTIONAL MEMBERSHIP

- 7.1 Institutional Memberships shall be restricted to organizations sponsoring clubs that exist for the purpose of competing in ADSA sanctioned and sponsored events.
- 7.2 The annual fee for institutional membership is \$200.00.
- 7.3 Institutional Membership entitles the Member to:
 - a) Receive notification of all Association meetings and events.

- b) Receive Minutes of all Board meetings, Special and AGMs.
- c) Speak at AGM or Special Meetings.
- d) Designate one coach to cast one vote at the AGM or Special Meetings.

8. INDIVIDUAL MEMBERSHIP

- 8.1 Individual Memberships shall be restricted to students whose club is an institutional member that exists for the purpose of competing in ADSA sanctioned and sponsored events.
- 8.2 The annual fee for Individual membership is \$20.00.
- 8.3 Individual membership entitles the Member, subject to space availability at the event, to:
 - a) Participate in any ADSA sponsored or sanctioned event in each category that he/she may hold membership in.
 - b) Have the opportunity to qualify for and participate in any relevant national and/or international event.

9. HONORARY, ASSOCIATE AND ALUMNI MEMBERSHIP

- 9.1 Honorary, Associate and Alumni Membership shall entitle the Member to speak, but not vote.
- 9.2 The annual fee for associate membership shall be \$10.00.
- 9.3 Honorary and Alumni Membership shall be complimentary and shall be awarded by the ADSA Board of Directors.

10. GENERAL MEETINGS (SPECIAL AND ANNUAL)

- 10.1 An AGM dealing with aspects of the program and the operations shall be held on the occasion of the Provincial Debate Championships. The Provincial Debate Championships and AGM shall occur within 90 days of the fiscal year end, which is January 31st.
- 10.2 Special General Meetings shall be called by the Board of Directors or upon the written request to the President of thirty (30) percent of the Institutional Members.
- 10.3 Fourteen (14) days' notice in writing shall be given to all Members of the Association for any General meeting.
- 10.4 Representatives of twenty-five (25) percent of Institutional Members constitute a quorum.
- 10.5 The AGM shall consist of: (a) The Board of Directors elected under By-Law No. 4, Section 2; (b) One from each Institutional Membership and; (c) Associate, Honorary or Alumni Members who may speak but not vote.
- 10.6 Institutional Members shall have one vote at the AGM as noted by By-Law No. 3, Section 3.3 (d). Board Members shall also all have a vote.
- 10.7 E-Mail ballots may be conducted as deemed necessary by the AGM or the Board of Directors.
- 10.8 Current institutional members unable to send a representative to attend the AGM, who still wish to participate in the voting process, may do so by asking another member to cast their vote. The office will need to be notified at least 5 days in advance regarding who will place the vote on behalf of the absent member.

By-Law No. 4 – Board of Directors

1. COMPOSITION

- 1.1 The Board of Directors shall consist of an executive of five members and eight other members that will include the alumni reps, regional reps and the Executive Director as a non-voting member.
- 1.2 The Executive membership on the Board will be: The President, Vice President of Speech, Vice President Debate, Vice President of Bilingual and French Debate, Treasurer, and the ADSA Executive Director (Secretary). The ADSA Executive shall meet a minimum of three times per year, based on the school academic year. This will be the overall steering committee for the ADSA program. A Quorum for this meeting will be a minimum of three members of the Executive, including telephone-in representatives.
- 1.3 The Board shall appoint Board Members to fill vacancies, which may occur between the AGMs.
- 1.4 ADSA Executive Director
 - a) The ADSA Board of Directors will be responsible for hiring an Executive Director.
 - b) This position provides guidance/advice to the current Board and shall be reviewed annually.

2. ELECTIONS

- 2.1 Nominations
 - a) Nominations for all positions except (b) below, may be accepted between notice of the AGM and during AGM itself.
 - b) Alumni and Regional Reps are selected at their respective Regional Tournaments prior to the AGM.
- 2.2 Terms
 - a) All board positions are two-year terms. A maximum of two consecutive two-year terms may be served in one position. In the absence of any other nominations, the Board may choose to waive this restriction.
- 2.3 President
 - a) The President shall be voted in at the AGM.
- 2.4 Vice President Speech; Debate; Bilingual Debate
 - a) These positions shall be voted in at the AGM.
- 2.5 Regional Representatives
 - a) The Regional Representatives for speech and debate shall be nominated and elected at the respective regional speech and/or debate finals.
 - b) These positions will be voted in every year at the respective regional final.
 - c) The members attending the AGM will ratify these positions.

- 2.6 ADSA Alumni Regional Representatives (2)
 - a) The Regional Alumni Representatives will be voted in as the regional alumni members prior to at the AGM.
- 2.7 Treasurer
 - a) The Treasurer shall be voted in the AGM.

3. DUTIES OF BOARD MEMBERS

- 3.1 Duties of the President
 - a) Chair all Board Meetings, Special Meetings and the AGM.
 - b) Sit, as an ex-officio, on each of the working committees established to deal with specific issues, if desired.
 - c) Provide to the Executive Director: ongoing performance feedback, an annual performance evaluation, and Employment Contract updates as required by the Board.
 - d) Ensure that the Board develops the Annual Operating Plan for the AGM.
 - e) Based upon the direction of the Board, be responsible for the supervision and direction of the ADSA Office.
 - f) Ensure the Board approves, by June, the annual workshops, tournament schedule and in-servicing programs.
 - g) Ensure the Board approves the annual debate research packages no later than August.
 - h) Have charge of the Corporate Seal, which, whenever used, shall be authenticated by the signature of the President, or, in case of the death or inability to act, by a person authorized by the Executive of the Board of Directors.
 - i) Delegate these responsibilities to other members of the Board when necessary.
- 3.2 Duties of the Vice President Speech; Debate; Bilingual
 - a) Chair any Program Committees formed for their particular area of concern (speech, debate, or bilingual debate).
 - b) VP of Debate, working with the ADSA office, regional reps, and alumni reps, determines the research topics for the upcoming year. In consultation with middle school or junior high coaches, the VP of Debate will determine whether alternate topics may be needed to ensure accessibility to younger debaters.
 - c) Review the research packages and finalize for posting on the website.
 - d) VP of Bilingual is responsible for the translation of research materials as needed.
 - e) Plan the annual local, regional and provincial tournaments with the office and the regional reps. Ensure the initial general plan is provided at the AGM and the detailed plan prepared and presented to the ADSA Executive by June for approval.
 - f) Coordinate with the Debate and Speech Workshops through the ADSA office and alumni reps, their requirements to conduct workshops in regions, and any in-servicing that may be required for students, teachers or administrators.
 - g) Assist the ADSA Office with the provincially ADSA sponsored Speech and Debate tournaments.
 - h) Ensure that the ADSA Office has all the required information for the information package and schedule by end of June so that the complete package can be sent out no later than the third week in August.
 - i) In the event that the President is not available for a meeting or a period of time, one of the Vice Presidents will be designated by the Board to act on the President's behalf if
- 3.3 Duties of Regional Representatives (6)
 - a) Regions should appoint one representative for Speech, one for Junior Debate and one for Senior Debate.
 - b) Regional Representatives will be members of the General Board of Directors and will attend emergent meetings.
 - c) Provide effective communication and liaison between their individual clubs or coaches to the Board, ADSA Office or the particular Vice President of their program.
 - d) Providing support for new and existing coaches, administrators and/ or coordinating workshops to support the regional program.
 - e) Gather any rules or by-law changes that clubs wish to see for the AGM.
- 3.4 Duties of the ADSA Alumni Regional Representatives (2)
 - a) In order to fulfill their duties, these individuals should be extremely knowledgeable about debate, speech and ADSA's programming.
 - b) Create and assist the ADSA Office in maintaining an accurate list of alumni in their region.
 - c) Work with the VP of Debate and the ADSA office to determine the three prepared debate topics for the upcoming year.
 - d) Once topics are approved, prepare the research packages each year.
 - e) Coordinate any other special projects, which the ADSA Board directs.
- 3.5 Duties of the Treasurer
 - a) Work with the Executive Director, to provide an annual budget before the AGM, for the ADSA Board of Directors to peruse.
 - b) Provide an external financial audit from the previous fiscal year at the AGM.
 - c) Present the proposed annual ADSA budget for the next fiscal year at the AGM for approval.
 - d) Ensure that the financial books are audited each year.
 - e) Ensure that cheque-signing privileges are coordinated between the Treasurer, the President and the ADSA Office and that two authorized personnel sign all cheques for payment of bills.
 - f) Coordinate any other financial or budget matters as the Board may assign.

4. BOARD MEETINGS

- 4.1 The Board of Directors will meet a minimum of three times during the school year.
- 4.2 A special meeting of the Board of Directors may be called on the instructions of any four (4) Members of the Board of Directors provided they request the President, in writing, to call such a meeting.
- 4.3 Three (3) days' notice in writing shall be given to all Board members for any Board meeting.
- 4.4 Half of the Board of Directors plus one shall constitute a quorum at meetings of the Board.

5. RESIGNATIONS

A Member of the Board of Directors or an officer shall be deemed to have vacated their position if they deliver their written resignation to the Executive Director, or if they are required to resign by three-fourths of the votes cast at a general board meeting. The board member shall have prior notice and is entitled to be heard.

6. REMUNERATION

Members of the Board of Directors or an officer shall not receive any remuneration for serving in that capacity but may receive reimbursement for expenses incurred in Board work provided that such expenses are duly documented and that reimbursement is approved by resolution of the Board of Directors.

7. GENERAL AUTHORITY

The Board of Directors shall be empowered to exercise authority respecting any other matter considered necessary or advisable to carry out the purpose or intent of the ADSA By-Laws and the Policy and Rules Manual.

By-Law No. 5 – Employees

1. EMPLOYEES OF THE ASSOCIATION

- 1.1 The ADSA Office may appoint such agents and engage such employees, as it shall deem necessary from time to time to assist the Association.
- 1.2 Such person appointed under Section 1.1 shall have the authority, shall perform the duties and shall receive the remuneration that shall be prescribed by the ADSA Office at the time of appointment.

2. DUTIES OF THE ADSA OFFICE - EXECUTIVE DIRECTOR

- 2.1 The Executive Director shall be hired by the Board and is accountable to the Board.
- 2.2 The Executive Director is responsible for conducting the business of Board in compliance with the Bylaws of the Association.
- 2.3 The Executive Director shall be responsible for implementing the policies of the Board.
- 2.4 The Executive Director is responsible for ensuring the preparation and maintenance of all books and records, and the Association website, and other duties specified in the job description provided and updated by the Board.
- 2.5 The Executive Director is responsible for the hiring, termination and supervision of any additional employees of the Association.

By-Law No. 6 – General Operations

1. AUDIT

- 1.1 The books, accounts and records of the Association shall be audited at least once per year.
- 1.2 A duly qualified Accountant appointed by the Board of Directors and ratified by the AGM shall undertake the audit, or should this not be possible, two (2) Members knowledgeable in accounting procedures who are elected by the AGM.
- 1.3 A complete and proper statement of the standing of the books of the previous year shall be submitted by the auditor(s) at the Association's AGM.
- 1.4 The book and records of the Association may be inspected by any Institutional Member of the Association at the AGM or at any time upon giving reasonable notice and arranging a time satisfactory to the Treasurer.

2. BORROWING

For the purpose of carrying out its objectives, the Association may borrow, raise or secure the payment of money in such a manner as it deems fit, provided it is approved by the current Board of Directors.

3. DECISION MAKING PROCEDURES

- 3.1 Routine decisions within the scope of the job description or as delegated by the Board of Directors are made by the authority of the Executive Director based on ADSA Bylaws and the Policy and Rules Manual.
- 3.2 Decisions regarding interpretation of policy, or extraordinary situations require consultation from the appropriate VP or Treasurer.
- 3.3 Consultation will occur with the VP of the particular activity, or the Treasurer in regards to spending.
- 3.4 If there is disagreement or if the issue is controversial, the President should be consulted.
- 3.5 If deemed necessary, these three can consult with the Executive for decisions.
- 3.6 Consensus should be the goal in all decision-making.

4. TRAVEL

Association employees and Members of the Board of Directors conducting business on behalf of the Association and using private transport, shall be subsidized by a reimbursement of their gas receipts. Any other expenses incurred by an employee or member of the Board of Directors for airfare, food or accommodation is reimbursable once original receipts are provided.

5. SIGNING AUTHORITY

The signing authorities for Financial and Business purposes shall be determined by the Board, with any two co-signing the cheques.

BY-LAWS AFFIRMED BY:

Director's Signature

Date

Director's Signature

Date

Printed Name

Printed Name

Title

Title