

VCKC CONSTITUTION & BYLAWS Societies Act (B.C.)

"Victoria Canoe and Kayak Club"

Purposes

The purposes of the society are:

- (a) to encourage participation in all paddling activities; and
- (b) to offer training in safe and skillful paddling.

Locale

- (1) The operations of the society are to be carried on throughout the Province of British Columbia but principally on Vancouver Island and its adjacent tidal waters.
- (2) This provision is unalterable.

Dissolution

- (1) Upon winding up or dissolution of the Club, the assets which remain after payment of all costs, charges, and expenses which are properly incurred in the winding up shall be distributed to such charitable organization or organizations having similar charitable purposes as may be determined by the members of the Club as the time of winding up or dissolution.
- (2) This provision shall be unalterable.

BYLAWS

Interpretation

1. In these bylaws, words importing a male person include a female person and, unless the context otherwise requires,
 - “Club” means the Victoria Canoe and Kayak Club;
 - “general meeting” includes annual general meeting;
 - “membership” means, for the purposes of bylaws 6,10,11,19,21 and 25, members voting at a general meeting;
 - “officer” includes President, Vice-President, Secretary, and Treasurer;
 - “ordinary resolution” means a resolution passed in a general meeting by the members of the Club or the executive by a simple majority of votes cast in person;
 - “program” means any paddling activity adopted by the Club;
 - “program director” means that person elected by the membership to represent a particular program; and
 - “special resolution” means a resolution passed in a general meeting by a majority of not less than 75% of the votes cast by those members of the Club or executive who, being entitled to do so, vote in person or by proxy
 - (a) of which 14 days notice specifying the intention to propose the resolution as a special resolution has been given; or
 - (b) if every member entitled to attend and vote at the meeting so agrees, at a meeting of which less than 14 days notice has been given.

Membership

2. An applicant for admission to the Club shall, upon
 - (a) completing the application for admission and delivering it to a member of the executive; and
 - (b) paying the annual dues for the class of membership applied for; be admitted as a member.
3. (1) There shall be five classes of members:
 - (a) single members, being individuals who have paid a single membership fee;
 - (b) family members, being members of a family with the same domicile, whether or not the persons heading the family are married or unmarried and who have paid a family membership;
 - (c) junior members, being persons under the age of seventeen who have paid a single or family membership; and
 - (d) honorary members, being members whom the Club wishes to honour and who become members for life and need not pay membership fees;
 - (e) associate group members.
 - (2) A junior member does not have the right to vote at meetings and is not eligible to be elected or appointed to the executive
 - (3) Where a person pays the annual dues for a family membership, all those in that person's family with the same domicile shall be members also.
 - (4) Honorary membership may be granted to members or other persons who have contributed significantly to the Club.
 - (5) Honorary membership shall be recommended by the Executive and approved by a resolution of the membership at a general meeting.
 - (6) Associate group membership may be granted to established groups of youths or deserving persons on application to the Executive.
 - (7) Associate group members do not have the right to vote and are not eligible to be elected or appointed to the Executive.

4. Subject to bylaw 3, all members
 - (a) have the right to participate in Club activities;
 - (b) have the right to vote at general meetings; and
 - (c) are eligible to be elected and appointed to the executive.
5. A member shall cease to be a member in good standing upon
 - (a) failing to pay the annual dues as and when prescribed by the executive;
 - (b) resigning from the Club; or
 - (c) expulsion from the Club.
6. Subject to bylaw 12, a member may be expelled or suspended from the Club by a special resolution of the membership.

Meetings

7. (1) General meetings shall be held as and when directed by the executive or on a petition of ten per cent of the voting members.
 (2) There will be an annual general meeting each year on a date in January set by the executive.
 (3) Written notice of a general meeting shall be sent to each member at least fourteen days before the date of the meeting.
8. Twenty-five voting members constitute a quorum.
9. (1) A majority of votes cast is sufficient to pass an ordinary resolution or motion at a meeting.
 (2) Voting may be by a show of hands, or at the request of any voting member, by secret ballot.
 (3) Voting by proxy is permitted by special resolution only.
 (4) The proxy vote shall be in writing in the following form:

VICTORIA CANOE & KAYAK CLUB PROXY VOTING BALLOT

Concerning the following Special Resolution to be debated by the Club membership on _____ (date),

i.e. "Resolved that _____",

I vote in the AFFIRMATIVE/NEGATIVE (delete inapplicable word)

 _____ Name
 _____ Signature
 _____ Date

- (5) Only voting members in good standing may carry proxy votes but these shall be limited to two proxy votes per voting member.

Executive

10. The executive shall consist of
 - (a) a President, Vice-President, Secretary, and Treasurer who shall be elected by the membership at each annual general meeting; but if a vacancy occurs, a replacement may be elected by the membership to serve until a successor is elected at the next annual general meeting;
 - (b) the previously elected president of the Club;
 - (c) the following directors who shall be elected by the membership to serve until a successor is elected at the next annual general meeting:
 - (d) program directors for each approved program;
 - (1) a membership director;
 - (2) a clubhouse and grounds director;
 - (3) an education, standards and safety director;
 - (4) two directors-at-large; and
 - (5) as many other persons as are elected by the membership to be directors of the Club, but all directors shall cease to hold office at the next annual general meeting following their election upon election of officers.
11. Subject to bylaw 12, a director or officer may be removed from office on an ordinary resolution of the membership.
12. Before a resolution under bylaw 6 or 11 is voted on, the person who is the subject of the resolution has the right to a hearing.

13. Five members of the executive shall constitute a quorum for executive meetings except during July and August when the quorum shall be three.

Duties of Officers

14. (1) The President shall preside at all meetings of the Club and of the Directors.
(2) The President is the chief executive officer of the Club and shall supervise the other officers in the execution of their duties.
15. The Vice-President shall carry out the duties of the President during that person's absence.
16. The Secretary shall
- (a) cause notices of meetings of the Club and of the Directors to be issued;
 - (b) keep minutes of all meetings of the Club and of the Directors;
 - (c) have custody of all records and documents of the Club except those required to be kept by the Treasurer;
 - (d) have custody of the common seal of the Club; and
 - (e) cause the register of members to be maintained.
17. The Treasurer shall
- (a) keep the financial records, including books of account, necessary to comply with the Society Act; and
 - (b) render financial statements to the Directors, members and others when required.
18. In the absence of the Secretary from a meeting, the Directors shall appoint another person to act as secretary of the meeting.

Club Finances

19. The executive has all the powers necessary to manage the Club; but the executive shall not borrow money or use the Club's assets as security unless authorized to do so by a special resolution of the membership.
20. All Club revenues and expenditures shall be handled through the Treasurer who shall act on behalf of the executive.
21. No member in his or her capacity as a member, officer or director shall be paid for any remuneration for services rendered to, or on behalf of, the Club; but the executive or membership may authorize the payment of a member's out-of-pocket expenses where such payment appears to the executive to be in the Club's best interests.
22. The executive shall appoint a person who is not a member of the executive to audit the financial books and records of the Club within fourteen days after the annual general meeting, and shall present a report of this audit not later than the next annual general meeting.

Miscellaneous

23. The seal of the Club shall be in the custody of the Secretary and it may be affixed in the presence of any two officers or any officer and any director.
24. The constitution and bylaws of the Club may be altered by special resolution provided that notice of the special resolution accompanies the notice of the general meeting.
25. The Executive shall promulgate a Policies and Procedures Manual which shall contain instructions to Club members on
- (a) membership fee schedules;
 - (b) conduct of members and other persons or groups within the Club and grounds;
 - (c) procedures for suspension and expulsion of members;
 - (d) care and maintenance of Club boats and equipment;
 - (e) procedures to be observed by the paddling programs;
 - (f) safety procedures around the Club and while paddling;
 - (g) financial procedures; including procedures for reimbursement of out-of-pocket expenses;
 - (h) schedules of events; and
 - (i) any other subjects which the membership or executive feels requires explanation, elaboration, direction, or control.
26. The books and records of the Club shall be available for inspection by the members at the annual general meeting and at any other time provided fourteen days notice is given.