

BYLAWS

DEFINITIONS & CONDITIONS

1. The definitions and conditions as set down for non-reporting societies in the Society Act of the Province of British Columbia from time to time in force and all amendments to it shall be applicable to these Bylaws.

MEMBERSHIP

2. Membership is open to:

- a) any resident or property owner of Qualicum Beach
- b) any residents of the surrounding area who consider themselves to be part of the Qualicum Beach community.

3. Every member is entitled, upon request, to receive a free copy of the Association's Rules, Policy and Bylaws and every member shall uphold and comply with same.

4. Annual membership dues shall be determined by the directors and become due and payable for the following year on the first day of the month following their original joining date month, with any member in arrears or owing any other debt to the society to be considered not in good standing, during which time they may not make, second, or vote on any motion put forward.

5. A person shall cease to be a member of the Association:

- (a) by delivering their resignation addressed to the Association Secretary,
- (b) by expulsion by a directors' resolution for conduct detrimental to the Purposes or Bylaws of the Association, of which the member will be given prior notice of reasons in writing, and the opportunity to be heard,
- (c) upon being a member not in good standing for 12 consecutive months.

MEETINGS

6. The Annual General Meeting of the Association shall be held during the month of October each year at a day, time and place determined by the directors.

7. Additional General Meetings may be called as found necessary, at the directors' discretion, or within 21 days when such meeting is requested of the directors by 10% or more of the voting membership.

8. The Association shall give its members not less than 14 days' written notice of all General meetings, delivered either personally or by postal **or** electronic mail to the member's latest registered address, to include time, date, place and the general purpose(s) of same.

9. A minimum attendance of 10 members in good standing is required to constitute a quorum for the transaction of business at any General Meeting.

10. A member in good standing present at a meeting of members is entitled to one vote.

11. All meetings of the Association shall be conducted under "Roberts Rules of Order" when not contrary to these Bylaws or the B.C. Society Act.

BOARD OF DIRECTORS

12. Some ten members in good standing shall be elected as Directors at the Annual General Meeting, either continuing their 2-year term, or being elected to office for 2 years, aiming at having 50% in each class. At this

newly-elected board's first meeting, the elected members will decide on which director will assume the various duties and titles, as outlined in the club's separate "Rules" which shall include at least a President, Vice President, Secretary, Treasurer, plus other directors as named. The outgoing President automatically becomes Past President on the new Board.

13. A minimum attendance of five directors in good standing is required to constitute a quorum for the transaction of business at any Directors' meeting at which voting by proxy given to another director in good standing is permitted which is valid for one meeting only.

14. The Directors may appoint a member to occupy any vacancy occurring on the Board, such appointment to last only until elections at the next Annual General Meeting.

DIRECTORS' DUTIES

15. The Board of Directors shall interpret and exercise the powers and direction of the Association within its Purposes and Bylaws, or actions that the Association is otherwise lawfully directed or required to do, as long as they are not in conflict with its Purposes and Bylaws or the B.C. Society Act.

16. Each director shall act honestly and in good faith and in the best interests of the society, and exercise the care, diligence and skill of a reasonably prudent person in exercising their powers and performing their functions as a director.

17. The Directors shall be responsible for the financial direction of the Association and to establish and maintain membership in accordance with the Bylaws and to attend all Directors' meetings.

18. The President shall be thoroughly conversant with the affairs of the Association, preside over all Directors' and General Meetings, and supervise the other directors in the execution of their duties.

19. The Vice-President(s) shall be thoroughly conversant with the affairs of the Association and shall assume the President's duties in the President's absence.

20. The Secretary shall be responsible for recording the minutes at all meetings, issuing notices of same, conduct required correspondence, maintain custody of all records and documents of the society except those required to be kept by the treasurer, and ensure that required reports are submitted to the Registrar of Companies after each Annual General Meeting.

21. The Treasurer shall maintain custody of all financial records and vouchers; shall be responsible for all receipts and disbursements by the Association and keeping all financial records in compliance with the B.C. Society Act; and render financial statements to Directors' and General Meetings, providing the fiscal year-end statement as at August 31st each year to the Directors for their approval prior to the Annual General Meeting at which the reviewed statements shall be presented to the membership for acceptance.

22. The Past President will act primarily as a reference source and as an aid to ensuring the continuity of the Association's affairs, and at the discretion of this officer, may assume any duties requested of them in the interests of the Association.

23. There shall be no remuneration paid to any Association member in fulfilling their duties, although with prior approval, expenses incurred in doing so may be reimbursed by the Association, against proper receipt.

24. Any Director who is absent for four (4) consecutive meetings, or who is derelict in his duties as outlined in the Policies or Bylaws, or has been deemed to have ceased being a member of the Association, shall automatically cease to occupy office; although the Directors have authority to waive this requirement in the case of absenteeism for just and valid reason that has not interfered with the Board's activities or effectiveness.

FINANCES

25. The Association shall maintain a Bank account through which all receipts and disbursements must pass. As considered necessary, a Petty Cash reserve not exceeding \$50.00 maximum may be maintained by the Treasurer for which complete records and receipts are to be kept and included in the financial statements.

26. All cheques issued by the Association shall be signed by any two of the President, Treasurer, and one other Director who shall be determined at the first meeting of the new Board of Directors immediately after the Annual General Meeting.

27. The Association shall not be empowered to borrow money.

INSPECTION OF BOOKS AND RECORDS

28. Any and all of the Books, Records and Documents of the Association (other than "in camera" matters) may be inspected by any member in good standing, upon reasonable notice to the society.

POLICY RULES

29. The Directors may establish a set of Rules by ordinary resolution to be passed at the next Annual General Meeting to aid in the operation of the association, as long as such policy rules do not supersede or conflict with the Association's Purposes, Bylaws, or the B.C. Society Act. Such policies may be added to, deleted or changed at any subsequent General Meeting and by vote of the members in attendance, to be officially adopted. These Rules are to be perused and ratified at each Annual General Meeting.

CHANGES IN PURPOSES AND BYLAWS

30. The Purposes and Bylaws of the Association may only be changed or rescinded by Special Resolution upon 14 days' notice to the membership and passed at a General Meeting, by a majority of no less than 75% of the voters in attendance, and will not be effective until notice of acceptance and registration is received from the Registrar of Companies.