

  
CAROL PREST

## BYLAWS

### Section 1 - By-Laws

- 1.1 In these By-Laws, unless the context otherwise requires, words and expressions as defined in the *Societies Act*, SBC 2015, c. 18 or any statutory modification thereof in force at the date upon which these By- Laws become binding upon the Society, shall have the meanings so defined; and words importing the singular shall include the plural and vice versa, and words importing the masculine gender shall include the feminine gender and words importing persons shall include bodies corporate, and child shall mean any child or a member, or any child in respect of whom the member stands in loci parentis.
- 1.2 The operations of the Society are to be chiefly carried on in the city of Prince George, in the Province of British Columbia.
- 1.3 Upon the winding up or dissolution of the Society, any assets remaining after payment of all outstanding costs shall be distributed to such charitable organizations as the Society members at the time determine. This provision shall be unalterable.

### Section 2 - Membership

- 2.1 Membership in the Society shall be open to any person resident in or about the City of Prince George or surrounding areas; and such a person shall be and become a member upon acceptance of his or her application in that behalf and payment of such membership fee and other dues or fees as shall from time to time be prescribed by these By-laws or the Executive.
- 2.2 Members shall be divided into the following categories and shall have the following voting privileges:
  - a) “Active Members” shall be those members of the Society engaged in swim practice or swim competition under the guidance of and pursuant to the direction of the Society or non-swimming members registered with the Society.
  - b) “Voting Members” shall be:
    - i. Active Members 18 years of age and over whose parents or guardians do not attend members meetings;
    - ii. The parents or guardians of Active Members under the age of 18;
    - iii. Parents or guardians of Active Members 18 years of age and over where the parents or guardians attend members meetings; and
    - iv. Honorary members elected to the Society’s Executive.

- c) Voting Members shall have voting privileges at the Annual General Meeting and any General Meetings of the Membership. If a parent or guardian represents an Active Member at an Annual General Meeting or General Meeting, only one parent or guardian may vote on behalf of that Active Member.
  - d) “Honorary Members” shall be those members recognized by the Society as such from time to time as determined by Ordinary Resolution at a meeting of the Voting Members.
  - e) Honorary Members shall have no voting privileges unless they serve on the Society’s Executive.
- 2.3 A member shall be deemed to be in good standing when he or she has paid his/her current annual membership fee and if applicable, his/her training fees and/or the training fees of his/her children.
- 2.4 There shall be an annual membership fee for each class of member described in section 2.2 of such amount as may be determined from time to time by the Executive of the Society.
- 2.5 The annual membership fee and/or all training fees shall be payable to the Society.
- 2.6 Membership in the Society shall not be transferable and shall cease:
- a) Upon delivering a notice of resignation to the Registrar of the Society. The member’s resignation shall be effective on the first day of the following month;
  - b) Upon death;
  - c) Upon expulsion if the Executive feels that the conduct of a member is prejudicial to the interests of the Society;
  - d) If any annual membership fee or training fee is unpaid and remains unpaid for more than one month after the month in which it is due.

### Section 3 – Obligations of the Members

- 3.1 All members shall abide by the By-Laws in force as well as any regulations lawfully made by the Executive.

### Section 4 - General and Special Meetings

- 4.1 The Annual General Meeting of the Society shall be held in the fall each year.

- 4.2 All meetings of the Society other than the Annual General Meeting shall be called General Meetings.
- 4.3 Notice of all meetings shall be provided in accordance with the Societies Act.
- 4.4 A quorum for a General Meeting or an Annual General Meeting shall be fifteen (15) members.
- 4.5 The President, or in his absence the Vice-President, or in the absence of both President and Vice-President a Chairman appointed by the Voting Members present shall be the Chairman of every General Meeting or Annual General Meeting.
- 4.6 Except as otherwise provided in these By-Laws, all proceedings at Executive Meetings, General Meetings and the Annual General Meeting shall be governed by Roberts "Rule of Order" Revised Edition (1951) as amended from time to time.

#### Section 5 – Executive

- 5.1 The Executive shall be elected at the Annual General Meeting to be held in the fall and the elected Officers or Directors shall take office on the 1st day of December in each year.
- 5.2 The Executive shall consist of the President, Vice-President, Secretary and Treasurer, and the number of Directors as determined from time to time by the Voting Members by Ordinary Resolution.
- 5.3 Nominations for the election of the Executive may be put forward in accordance with the following:
  - a) The existing Executive, with input from the members and coaching staff, shall prepare a slate of candidates for Officers and Directors, subject to the consent of each nominee and will distribute the list of same with the notice of the meeting at which the election will take place;
  - b) Other nominations may be made in writing to the Executive by any two Voting Members with the consent of the nominee;
  - c) Nominations may be called from the floor at the meeting prior to the election.
- 5.4 Any Voting Member in good standing is eligible to hold office as an Officer or Director.
- 5.5 The existing Executives may, at any time, appoint a member to fill a vacancy that arises amongst the Executives as a result of the resignation, death or incapacity of a director during the Executive's term of office.
- 5.6 Duties of the Executive generally are as follows:

- a) To manage, or supervise the management of, the affairs and business of the Society.
- b) To attend all Executive and Annual General Meetings and any Officer or Director, who fails to attend three consecutive meetings without good cause, shall, at the discretion of the membership by Special Resolution upon receiving the recommendations of the Executive, cease to be an Officer or Director and may be replaced as aforesaid.
- c) The Officers and Directors shall receive no remuneration for their service and no person receiving remuneration or honorariums from the Society may hold an elected office.
- d) The Directors and Officers shall have the power to make regulation from time to time respecting the management of the affairs and the business of the Society.

#### 5.7 Quorum of Executive

The quorum for the transaction of business at an Executive meeting is a majority of the Executive members.

- 5.8 Executive meetings are held a minimum of eight (8) times per year. Meetings of the Executive shall be open to the general membership from time to time as directed by the Executive. Members will provide, in writing, any items for discussion at open meetings a minimum of 7 days in advance of that open meeting date. Members have no voting privileges at a meeting of the Executive.

### Section 6 - Financing

- 6.1 The Executive may, from time to time in their discretion, borrow or secure the payment of any sum or sums of money for the purpose of carrying out any of the objects of the Society in such manner and upon such terms and conditions in all respects as they think fit, provided however, that none of these powers shall be exercised except in accordance with the sanction of a Special Resolution passed by the Society in a general meeting or annual general meeting.
- 6.2 In addition to membership fees, fees paid for participating privileges and money received when borrowed as provided above, it shall also be possible for donations to be made by members and supporters of the Society.

### Section 7 – Miscellaneous

- 7.1 Amendments

The Constitution and the By-Laws may be amended by Special Resolution of the Society. The majority required for a Special Resolution shall be two-thirds of the Voting Members present.

## 7.2 Audit of Account

The Executive may appoint an accountant to inspect the accounts of the Society and report to the Executive and membership. Such appointment shall be subject to the endorsement of the Annual General Meeting. The Executive shall not be required to appoint an auditor annually or from time to time unless specifically so directed by an Ordinary Resolution of the Voting Members.

## 7.3 Books and Records

The Executive shall see that all necessary books and records of the Society required by the By-Laws of the Society or by an applicable statute are regularly and properly kept. Such account and books shall be open to inspection of Voting Members not being members of the Executive upon reasonable written notice to the Executive of a desire for such inspection.

## 7.4 Miscellaneous

- (a) The operations of the Society are to be chiefly carried on in the city of Prince George, in the Province of British Columbia.
- (b) Upon the winding up or dissolution of the Prince George Barracuda Swim Club, any assets remaining after payment of all outstanding costs shall be distributed to such charitable organizations as the Society members at the time determine. This provision shall be unalterable.