

PARKSVILLE LAWN BOWLING CLUB

BY - LAWS

By-law No. 1

Interpretation

1.01 Definitions

In these by-laws,

- (a) "Board" means the board of directors elected pursuant to by-law 5.
- (b) "Club" means the Parksville Lawn Bowling Club.
- (c) "Membership Year" means the period of time commencing on the 1st day of May in every year and terminating on the 30th day of the following April.
- (d) "Playing Season" means the months of April to September inclusive in every year.
- (e) "Special Resolution" has the same meaning as in the Society Act.

By-law No. 2

Membership

2.01 Full Membership Persons who are of legal age may apply to become full members of the Club. Acceptance will be at the discretion of the Board. Full membership includes full playing and voting privileges.

2.02 Associate Membership Persons who are members of one or more other bowling clubs that are affiliated with Bowls B. C., and who have playing and voting privileges at that other club or clubs, may apply to become associate members of the Club. Acceptance will be at the discretion of the Board. Associate membership includes full playing and voting privileges.

2.03 Social Membership Persons of legal age who formerly were full members of the Club or who are recommended for social membership by a full member may apply to become social members of the Club. Acceptance will be at the discretion of the Board. Social membership does not include playing or voting privileges.

2.04 Life Membership The members of the Club may, on the recommendation of the Board, confer life membership on any member of the Club in recognition of long or meritorious service to the Club. Life membership continues the member's class of membership for the duration of his/her life membership. Life membership of any member who no longer displays an active interest in and support for the Club may be revoked by resolution of the Board. In this by-law, "class of membership" means any of the classes of membership described in by-laws 2.01, 2.02 and 2.06.

2.05 Honourary Membership The Board may confer honorary membership in the Club on any person for outstanding service to the Club, or to a guest of the Club who has achieved prominence in the community. Honourary membership does not include playing or voting privileges.

2.06 Sight-impaired Membership Persons whose eyesight is impaired may apply to become sight-impaired members of the Club. Acceptance will be at the discretion of the Board. Sight-impaired membership includes playing privileges as scheduled by the Board, and voting privileges.

2.07 Junior Membership

(a) Persons who are under the age of 19 years may apply to become junior members of the Club. Acceptance will be at the discretion of the Board. Junior membership does not include voting privileges.

(b) Junior membership will continue until the end but not beyond the end, of the membership year during which a junior member attains the age of 19 years.

2.08 Termination of Membership A member of the Club shall cease to be a member:

(a) by delivering his/her written resignation to the Secretary of the Club;

(b) upon his/her expulsion from the Club;

(c) if his/her form of membership requires the payment of annual dues, upon his/her failure to pay those dues by the date required by by-law 3.02.

2.09 Expulsion

(a) No person shall be expelled from the Club except for conduct that is detrimental to the best interests of the Club.

(b) Expulsion shall be by resolution of the Board.

2.10 Expulsion Proceedings

(a) No motion for the expulsion of a member from the Club shall be voted on until

(i) a signed written complaint stating all facts and all reasons for the complaint has been delivered to the Secretary of the Club, and a copy thereof has been given to the member against whom the complaint has been made, and

(ii) the member against whom the complaint has been made has been given an opportunity to be heard at the meeting at which the complaint is to be considered.

(b) The provisions of by-law 5.19 do not apply to a resolution for expulsion .

By-law No. 3

Dues

3.01 Annual Dues Annual membership dues for all classes of membership, except honorary membership and life membership, for which no dues are payable, will be determined by the members from time to time in general meeting. All other fees, dues and charges shall be determined by the Board.

3.02 Payment Date Annual membership dues must be paid no later than the 30th day of April in each year.

3.03 Payment To Accompany Application All applications for membership must be accompanied by payment of the applicable dues and introductory entrance fee where applicable. In the event that an application is rejected, full refund of dues and fee will be made.

3.04 Introductory Fee An applicant for full membership in the Club shall pay an introductory entrance fee in addition to his/her initial annual membership dues. An applicant for full membership who has paid an introductory entrance fee to the Club as a member of the club in the past, followed by an interval of non-membership, is not required to again pay an introductory entrance fee.

3.05 Reduction of Fees For persons who become members during the course of the playing season, the Board may determine a reducing scale of that portion of the annual membership dues that are payable to, and are retainable by, the Club.

By-law No. 4

Members' Meetings

4.01 Annual General Meeting An Annual General Meeting shall be called by the Board in each calendar year, but not more than fifteen months after the last Annual General Meeting was held. The agenda for the meeting will include a report by the President, a financial statement and a proposed budget for the coming year by the Treasurer, reports of Officers and of the Chair of each committee, a report from the Auditor, the election of directors for the coming fiscal year, and such other business as appear to the Board to be necessary or desirable.

4.02 Semi-annual General Meeting A general meeting of members, to be called the Semi-annual General Meeting, shall be called by the Board prior to the beginning of the playing season. The agenda for the meeting will include presentations by the President, other officers and committee chairpersons of their plans for the coming season, and such other reports and business as appear to the Board to be necessary or desirable.

4.03 Special General Meetings A Special General Meeting is a meeting of members, other than an Annual General Meeting or a Semi-annual General Meeting, that is convened as is set out in by-law 4.04.

4.04 Convening of Special General Meetings A Special General Meeting

(a) may be convened by the Board whenever it thinks fit, and

(b) shall be convened by the Board within one month of the date of receipt by the Secretary of the Club of a written request signed by no fewer than ten (10%) percent of members who are entitled to vote, specifying the purpose for which the meeting is to be called, and stating any special resolutions that are proposed to be placed before the meeting.

4.05 Notice of Meetings Unless waived by all members entitled to vote, not less than fourteen (14) days notice shall be given of every special general meeting, of every annual general meeting and of every semi-annual general meeting. Notice of a general meeting shall be given in writing which may be given on paper, or by fax or by e-mail, and shall specify the place, date and hour of the meeting and the nature of the business to be transacted, and in case a special resolution is to be proposed, shall state the proposed special resolution.

4.06 Lack of Notice The inadvertent omission to give notice of a meeting to, or the non-receipt of a notice by, any member who is entitled to vote, does not invalidate proceedings at that meeting.

4.07 Quorum A quorum for the transaction of business at a meeting of members shall be 25% of members who are present in person or by proxy and who are entitled to vote.. In the event that 25% of members who are entitled to vote is less than three persons, a quorum shall be three members who are entitled to vote.

4.08 Lack of Quorum Should a quorum not be present at the time for which the meeting was called, a delay of one-half (½) hour will be allowed, after which time the members in attendance will constitute a quorum.

4.09 Vote Entitlement

(a) Every full member, associate member, and sight impaired member who is present at a meeting is entitled to vote.

(b) Social members, honorary members and junior members are not entitled to vote at meetings of members.

(c) Each member who is entitled to vote is entitled to one vote.

4.10 Proxies A member who is entitled to vote may vote either in person or by proxy. A proxy appointment may be general in application, but may contain directions on specific issues.

The instrument appointing a proxy shall be in writing, shall be signed by the member appointing the proxy, and shall be delivered to the Secretary of the Club prior to the commencement of the meeting for which the proxy is being appointed.

4.11 Form of Proxy An instrument of proxy may be in the following form:

"I, _____, appoint _____ as my proxy to
vote for me at the meeting of members of the Parksville Lawn Bowling Club
to be held on _____.
(date)

4.12 Voting At any meeting of members any question shall be decided by a show of hands unless a vote by ballot is required or requested, whereupon the question shall be decided by ballot. Unless a vote by ballot is so required or requested, a declaration by the chairperson that a resolution has been carried or defeated, and an entry to that effect in the minutes of the meeting, shall be conclusive of such result.

4.13 Tie Votes In the case of an equality of votes at any meeting of members of the Club, the chairperson shall not be entitled to cast the deciding vote, and the motion shall be deemed to have been defeated.

By-law No. 5

Board of Directors

5.01 Board of Directors The Board of Directors of the Club shall consist of the Executive Directors, the Operating Directors and the Immediate Past President.

5.02 Management Subject to the Society Act and these by-laws, the management and control of the Club and the responsibility for its affairs are vested in the Board.

5.03 Nominating Committee There shall be a nominating committee to be chaired by the Immediate Past President, if available and willing, to present to the Annual General Meeting a slate of candidates for each position on the Board of Directors that will be open for election at the Annual General Meeting. Additional nominations may be made from the floor at an Annual General Meeting.

5.04 Executive Directors The Executive Directors of the Club shall be the President, Vice-President, Secretary and Treasurer.

5.05 Election of Executive Directors The Executive Directors shall be elected at each Annual General Meeting for a term that expires at the close of the next Annual General Meeting. Executive Directors will be eligible for re-election.

5.06 Operating Directors The Operating Directors shall be the directors who are in charge of the following areas of responsibility: Buildings, Fund Raising, Games, Grounds, Membership, and Social matters, and such other directors as the members in general meeting may decide.

5.07 Election of Operating Directors Operating Directors shall be elected to the areas of responsibility established pursuant to by-law 5.06. One half or as close to one half as possible of the Operating Directors shall be elected at each Annual General Meeting for a term of two years, such term to expire at the close of the second Annual General Meeting after their election. Those Operating Directors shall be eligible for re-election for one additional term of two years. Thereafter those Operating Directors will not be eligible for re-election as Operating Directors until the Annual General Meeting which follows next after the Annual General Meeting at which their second term of two years expires, but they may stand for election as Executive Directors in which case the one-year waiting period will not apply.

5.08 Election by Ballot Elections of directors shall be by ballot.

5.09 Termination of Office of Executive and Operating Directors A director will cease to hold office as a director and as an officer, if

- (a) he/she ceases to be a member of the Club,
- (b) he/she resigns his/her office as a director,
- (c) his/her term of office expires,
- (d) he/she is suspended from office pursuant to by-law 5.10, or
- (e) he/she is removed from office pursuant to by-law 5.11.

5.10 Suspension of Executive Director or Operating Director If an Executive Director or an Operating Director

- (a) fails to attend three consecutive meetings of the Board of which he/she was aware or had notice, none of which absences is excused by the Board,
- (b) is guilty of conduct which is contrary to the best interests of the Club, or
- (c) consistently fails to carry out his/her duties satisfactorily,

the Board may suspend that Executive Director or Operating Director from office, and appoint in his/her stead any member of the Club who is entitled to vote. The person so appointed shall hold office only for the duration of the suspension of the director in whose place he/she was appointed. If the suspension continues until the suspended director's term of office ends, the person so appointed is, subject to these by-laws, eligible for election to that office, and if the suspended director was an Operating Director, the waiting period provided for in by-law 5.07 will not apply.

5.11 Removal of Executive Director or Operating Director If an Executive Director or an Operating Director

- (a) fails to attend three consecutive meetings of the Board of which he/she was aware or had notice, none of which absences is excused by the Board,
- (b) is guilty of conduct which is contrary to the best interests of the Club,
- (c) consistently fails to carry out his/her duties satisfactorily, or
- (d) has been suspended from office pursuant to by-law 5.10,

the Club, by special resolution, may remove that Executive Director or Operating Director from office, and by ordinary resolution appoint in his/her stead any member of the Club who is entitled to vote. The Executive Director or Operating Director so appointed shall hold office only for the duration of the term of the director in whose place he/she was appointed, but subject to these by-laws, is eligible for election to that office, and if the director who was removed was an Operating Director the waiting period provided for in by-law 5.07 will not apply.

5.12 Vacancies When a vacancy occurs among the Executive Directors or the Operating Directors, the Board may appoint any member of the Club who is entitled to vote to fill the vacancy unless the vacancy has occurred by reason of a suspension under by-law 5.10 or a removal under by-law 5.11, and a replacement has been appointed under by-law 5.10 or 5.11. The Executive Director or Operating Director so appointed shall hold office only for the duration of the term of the Executive Director or Operating Director in whose place he/she is appointed, but subject to these by-laws, is eligible for election to that office, and if the vacancy filled pursuant to this by-law was an Operating Director's position, the waiting period provided for in by-law 5.07 will not apply.

5.13 Meetings of Board of Directors Regular meetings of the Board of Directors shall be held at such times as the Board may decide. Additional meetings of the Board may be convened by the President for any time and place.

5.14 Notice of Meetings At least 48 hours notice of meetings of directors other than regular meetings shall be given to each director. Notice may be given by paper writing, by fax or by e-mail, or orally, including by telephone, and shall specify the place, date and hour of the meeting.

5.15 Lack of Notice The inadvertent omission to give notice of a meeting to, or the non-receipt of a notice by, any director does not invalidate proceedings at that meeting.

5.16 Quorum A quorum for the transaction of directors' business shall be a majority of the members of the Board.

5.17 Entitlement to Vote Each director present at a meeting of directors shall have one vote.

5.18 Tie Votes In the case of an equality of votes at any meeting of directors, the chairperson shall not be entitled to cast the deciding vote, and the motion shall be deemed to have been defeated.

5.19 Written Resolutions A resolution in writing, signed by all directors, and placed with the minutes of the directors, is as valid as if it had been regularly passed at a meeting of directors. A copy of the resolution signed by a director and sent to the Secretary of the Club by fax shall constitute a valid signature to the resolution by that director.

5.20 Electronic Signature A statement sent by a director to the Secretary of the Club by electronic means including e-mail but excluding oral communications, identifying the resolution, and stating that the director agrees with it without change, shall constitute a valid signature to the resolution by that director for the purposes of by-law 5.19.

5.21 Duties of President The President shall preside at all meetings of the Club and of the Directors, is the chief executive officer of the Club, shall ensure that the policies of the Directors are adequately communicated to the members, and shall supervise all matters, proceedings and concerns of the Club.

5.22 Duties of Vice-President The Vice-president shall assume the duties of the president during the President's absence or temporary inability to carry out his/her duties, shall assist the President as requested, and shall perform such other duties as may be assigned to him/her.

5.23 Duties of Secretary The Secretary shall

- (a) conduct the correspondence of the Club,
- (b) issue notices of meetings of the Club, and of the Board where required,
- (c) take and keep minutes of all meetings of members and of directors, all of which minutes are to be authenticated by the signature of the secretary of the meeting,
- (d) have custody of all records and documents of the Club except those required to be kept by the Treasurer, and
- (e) ensure that all filings and returns required by the Society Act to be filed with the Registrar of Companies or that officer's successor office, are promptly filed.

5.24 Treasurer's Duties The Treasurer shall

- (a) receive and manage the monies of the Club,
- (b) keep such financial records, including books of account as are necessary to comply with the Society Act, and to accurately present at all times, the true financial condition of the Club,

(c) deposit all monies and other valuable effects in the name and to the credit of the Club in such chartered bank, credit union or other financial institution as may from time to time be designated by the directors,

(d) disburse the funds of the Club under the direction of the directors, and

(e) render to the directors at regular meetings thereof or when required of him/her, and to members who are entitled to vote, an account of all his/her transactions as Treasurer, and of the financial position of the Club.

5.25 Duties of Operating Directors The duties of the Operating Directors as officers of the Club shall be specified by the Board.

5.26 Other Duties of Executive Directors Notwithstanding by-laws 5.21 to 5.24, the Executive Directors as officers of the Club shall perform such additional duties, as the Board may decide.

By-law No. 6

Committees and Officers

6.01 Establishment of Committees The Board may establish standing committees or ad hoc committees, or both, and may appoint and remove their respective chairpersons, appoint and remove persons from committees, determine the purposes for which any committee is established, and prescribe the manner in which any committee is to conduct its proceedings.

6.02 Quorum At committee meetings a quorum shall consist of a majority of its members.

6.03 Non-elected Officers The Board may appoint and remove officers for such purposes as the Board may determine.

By-law No. 7

Auditor

7.01 Appointment of Auditor At each annual general meeting the Club shall elect an auditor. The auditor shall not be a director, officer or employee of the Club. The auditor's duties are as set out in the Society Act.

By-law No. 8

Fiscal Matters

8.01 Expenditures At the commencement of each fiscal year, and from time to time

during the year as the Board sees fit, the Board shall establish, in respect of an expenditure or expenditures for any one purpose, an amount above which

- (a) no monies of the Club shall be expended, and
- (b) no obligation that would commit monies of the Club for expenditure, shall be entered into,

without the authority of a prior resolution of the Board.

8.02 Borrowing For the purposes of carrying out the purposes of the Club the directors may borrow money, and secure the repayment thereof, but only with the prior sanction of, and on the terms and conditions as are set out in, a special resolution.

8.03 Fiscal Period The fiscal period of the Club shall be the period that begins on November 1 in each year, and ends on October 31 in the following year, or such other period as the directors may from time to time decide.

By-law No. 9

Remuneration

9.01 Remuneration No member of the Board shall be remunerated for serving as an officer or director. However, such officers or directors may be compensated for expenses necessarily and reasonably incurred while engaged in affairs of the Club.

9.02 Sales The prohibition in by-law 9.01 does not apply to the profit that any member including directors and officers, may make from the sale of books, bowls, clothing, and any lawn bowling equipment or supplies, or other items, in sales conducted on Club premises or in connection with any Club event.

By-law No. 10

Transitional

10.01 Continuation in Office

(a) The directors and officers of the Club who are in office on the day before these by-laws come into force shall, subject to by-laws 5.09, 5.10 and 5.11, continue in office after these by-laws come into force until the expiry of the period of time for which they had been elected or appointed.

(b) Each director who, on the day before these by-laws come into force, holds an area of responsibility listed in by-law 5.06, shall, on these by-laws coming into force, be deemed to be an Operating Director in charge of that area of responsibility, and the director, who, on the day

before these by-laws come into force holds responsibility for the Club's Greens, shall continue in office as an Operating Director in charge of that area of responsibility until the expiry of the period of time for which he/she was elected or appointed.

By-law No. 11

11.01 The Society will conduct its affairs without financial gain for its members, and all monies or other accretions will be used for the promotion of the purposes of the Parksville Lawn Bowling Club and its programs. **This provision was previously unalterable.**

By-law No. 12

12.01 In the event of winding-up, or dissolution of the Society, the remaining assets and funds after payment of all debts and liabilities shall be dispersed by resolution decision at a General Meeting. **This provision was previously unalterable.**