

# CAMPBELL RIVER SENIORS' CENTRE SOCIETY

## BY-LAWS

As amended at the Annual General Meeting of FEBRUARY 2, 2016

### **Article 1: Membership**

#### A. Membership Definition

1. Membership is granted to any person fifty-five years of age or older and pays the annual membership fee.
2. Life Membership is automatically granted to any member on their 90<sup>th</sup> birthday and may be gifted to any member in good standing by the Board of Directors; both to be ratified at the next Annual General Meeting.

#### B. Membership Fees

1. **Membership Renewal**  
Annual Membership Renewal Fees are payable prior to the end of each calendar year and may be eligible for a reduced rate as determined by the Board.
2. **New Membership**  
New Membership Fees are full yearly fees until June 30 and reduced by one half (1/2) the yearly fee amount until November 30; after which a full fee is charged which includes Membership for the following year.

#### C. Membership Rights and Obligations:

1. Shall have the right of full access to all activities, general meetings and to run for elected office of the Board of Directors.
2. Be prepared to present a current membership card when requested.
3. Every member has the responsibility for maintaining a safe and friendly environment. See Appendix A – Code of Conduct – (Adopted AGM 2016)

### **Article 2: Meetings:**

- A. Annual General Meeting (hereafter referred to as an AGM) shall be held in the City of Campbell River within 90 days of the previous year-end.

1. The AGM Agenda, President's Report, Treasurer's Report consisting of an Annual Financial Statement and Activity Financial Record, Constitutional and By-Law Amendments, Nominations Committee Report and Minutes of the last AGM and all GMM held within the previous year, must be available 2 weeks prior to the call of the meeting.
  2. Election of Board of Directors shall take place at an AGM and those elected shall take office at the conclusion of the meeting.
- B. Annual or General Membership Meetings (GMM) may be called by the Board of Directors or any 10% of the Membership.
  - C. Two weeks notice must be provided to the Membership through the local newspaper announcing the time, date and place.
  - D. Robert's Rules of Order shall determine procedure at any General Meeting.
  - E. A quorum shall consist of ten members including a minimum of two (2) Board of Directors.
  - F. Voting may be determined by "show of hands" and/or by "secret ballot". Voting by proxy is not permitted.

**Article 3: Board of Directors:**

The Board of Directors shall consist of 5 Executive Officers, the President, immediate Past President, Vice-President, Secretary and Treasurer and 6 to 8 Directors.

A. Term of Office

All Board of Directors are elected for a period of 2 years and may only serve for a limit of 2 consecutive terms in their elected position.

1. President, Secretary and 3 to 4 Directors shall be elected on odd numbered years
2. Vice-President, Treasurer and 3 or 4 Directors shall be elected on even numbered years.

B. Vacancies of Office

A position on the Board of Directors may become vacant from time to time and may be filled by appointment by a quorum of the Board of Directors for the end of the term of office or until the next GMM or AGM where confirmation or an election may take place for the remainder of the vacant Board of Director's term.

C. Duties:

The general management of the Society shall be vested in the Board of Directors. A quorum of the Board of Directors shall be at least 6 members of which 2 must be Executive Officers.

1. Executive Officers:

a. President:

- Shall preside as Chair at all meetings of the Society.
- Shall be an ex-officio member of all committees except the Nominating Committee.
- Shall call Board of Directors meetings on a regular basis throughout the year.
- Shall represent the Society in the community.

b. Vice-President:

- Shall preside at meetings in the absence of the President.
- Shall fulfill various duties as requested by the President.
- Shall assume the Office of President when a vacancy occurs.

c. Secretary:

- Shall record the minutes of all meetings and circulate to the Board of Directors in a timely fashion.
- Shall maintain an ongoing record of all meetings.

d. Treasurer:

- Shall maintain the financial records of the Society.
- Shall present an Unaudited Statement of Accounts at the AGM showing income and expenditures and the disposition of assets of the previous calendar year.
- Two signatures of four designated Executive Officers shall be eligible as signing officers for the Society.
- Shall insure that reimbursements of reasonable expenses incurred by a member are paid in a timely manner.
- The Board shall have the limited power to approve single capital expenditures to \$5,000.

e. Immediate Past President:

- Duties to be determined.
- f. Directors:
- Shall participate on the Board of Directors as a full voting member.
  - May act as Chair of Committees as agreed to with the Board of Directors.
2. Limits and Restrictions:
- a. The Board of Directors shall not borrow money or pledge any of the Society's assets without permission by the Membership at an AGM.
  - b. Expenditures greater than \$5,000 must be approved by the Membership at an AGM.
  - c. No member of the Board of Directors shall be remunerated for being or acting as a member of the Board of Directors.
  - d. All Board of Directors shall arrange for a current criminal record check with in 30 days of board election or appointment.
  - e. The Board may appoint committees for the conduct of business of the Society and shall set out responsibilities and limits of these committees consistent with the protection of the rights and welfare of the membership.
  - f. Membership Privacy - A list of members shall be kept in a secure location at the discretion of the Board and shall be available for Board approved purposes. The current Nominations Committee shall be provided a numbered copy of the Membership list for each member of the committee in order to perform their duties and will be surrendered to the Board at the conclusion of their business.

**Article 4: Committees:**

A. Nominating Committee:

1. The Board of Directors shall appoint a Nominating Committee at least 90 days prior to an anticipated AGM date consisting of 3 members who will serve until the conclusion of the election.
2. The Nominating Committee shall elect its own chair who, together with any one of the other 2 members will constitute a quorum.

3. This committee will seek nominations to the Board of Directors from the membership for election to Office. Nominations will close on December 31 and the Nominating Committee will report the results to the Board of Directors immediately thereafter.
  4. Nominations may be made from the floor at an AGM.
  5. A designate from the Nominating Committee will act as the Elections Officer and conduct all elections at the AGM.
  6. To be eligible for election a nominee must:
    - a. Be a member or life member
    - b. Either be present for the election at the AGM or have submitted written acceptance of the nomination to the Nomination Committee.
    - c. NOT be a paid employee of the Society.
  7. Voting cards and Ballots will be issued and signed for at the time of sign-in registration for the AGM.
  8. Elections for the Board of Directors will be by acclamation or secret ballot and determined by a simple majority.
  9. The successful candidates will be presented to the membership at the conclusion of the tallying of the votes.
  10. A motion will be made to destroy the ballots at the conclusion of the elections.
- B. Other committees as determined by the Board.

### **Article 5: Activity Guidelines for Committees and Members**

1. New activities must have prior approval by the Board of Directors.
2. Only members or Life members and their guests may participate in the Society's activities.
3. Each activity shall appoint its own Chair who shall be directly responsible to the Board of Directors in compliance with the rules of the Society.
4. Each activity shall set its own fee structure for its own purpose, lay down its Rules of Conduct, which must conform to CRSCS policy and upon

request submit a financial report to the Treasurer.

5. Any activity Chair or organizer shall arrange for a comprehensive Criminal Records check within 30 days of appointment.

### **Article 6: Amendment of Bylaws**

These By-laws may be amended only by a two-thirds majority of members present and entitled to vote at a General Meeting, when 14 days notice has been given of intention to present a special resolution proposing the amendments, and when the amendments have been posted as part of the agenda. The amended Bylaws only become effective on the date of its acceptance by the Registrar of Societies Act in Victoria.

### **APPENDIX A – CODE OF CONDUCT (Adopted AGM 2016)**

#### Breeching the Code of Conduct

1. Inappropriate behavior may include, but not limited to: threatening, bullying, intimidating or aggressive or sexual comments or behavior, spoken, written or acted out which could affect the enjoyment of a member in the Society.
2. Unauthorized speaking for or about on behalf of the CRSCS within the public domain.

#### Actions for Enforcing the Code of Conduct

1. The Executive Committee of the Society of not less than three will consider all written reported breaches of conduct by a member
2. Determine if an offence warrants further action.
  - a. The offender may receive a verbal or written warning
  - b. Repeat offenders may have their membership revoked for a stated period of time