

Gibsons Seniors Society Constitution and By-Laws

Constitution

1. The name of the Society is the Gibsons Seniors Society
2. The purpose of the Society is:
 - a. to provide an extensive and flexible array of recreational, social, and cultural activities and the space to promote overall wellness in a safe and welcoming environment operated by volunteers.
 - b. to be a voice and resource for issues affecting seniors in the Gibsons community; and
 - c. to ensure financial stability to enable the Society to be self-sustaining.

Bylaws

1.0 Definitions and Interpretation

1.1 The definitions in the Societies Act apply to these Bylaws.

2.0 Membership

2.1 Conditions of Membership

2.1.1 Membership shall be open to any adult, who upholds the purposes of the Gibsons Seniors Society and agrees to comply with the adopted Code of Conduct.

2.1.2 An adult is a person who is 19 years or older as defined by law in British Columbia, Canada.

2.1.3 Membership requires payment of a membership fee annually.

2.1.4. The membership term will be from September 1 of any year to August 31 of the following year.

2.1.4.1 After registration, a membership card shall be issued.

2.1.5 Membership fees shall be reviewed by the Board of Directors from time to time. Any change to the fee shall be voted on by the membership at a Regular Meeting. At least a 51% vote from attendees at the Regular Meeting in favour of the change is required to be put the proposed change of membership fee into effect.

2.1.6 There shall be two kinds of memberships: Regular and Supporting. A Regular Member must be at least 55 years of age. A member under the age of 55 shall be a Supporting Member.

2.1.7 A Supporting Member becomes a Regular Member when the age of 55 years is reached.

2.1.8 A member in good standing is one who has paid the current dues and has not been in violation of the Code of Conduct or the Policies and Procedures of the Society.

2.1.8.1 A member not in good standing ceases to be a member.

2.1.9 Every member shall uphold the Constitution, comply with these Bylaws, and adhere to the Code of Conduct.

2.1.10 A Supporting Member has the same rights, obligations, and privileges of membership as a Regular member, except:

- a. the right to vote at Membership meetings
- b. eligibility to be a Board Member

2.1.11 Each Regular Member in good standing shall have one vote.

2.1.12 Regular society members are permitted to vote by proxy on special resolutions. Each member may hold no more than two (2) proxy votes. Written proxy votes must be transmitted by a voting member and presented at the pertinent meeting.

2.1.13 Members and the Public may rent Harmony Hall for private functions when the Hall is not being used for some other purpose if they comply with the guidelines for use of the Hall and that they pay the current rental fees as set by the Town of Gibsons.

2.1.14 Every member shall abide by the Policies and Procedures of the Society.

2.1.15 Membership in the Society may be terminated, and the rights and privileges of membership cancelled for any of the following reasons:

- a) Failure to abide by the provisions in 2.1.9 and 2.1.14 above,
- b) Failure to abide by directives from the Society Board and
- c) Non-payment of membership dues or user fees.

2.2 Expulsion of Members: See Society Act.

3.0 Governance

3.1 Society Board:

3.1.1 The Board for the Society shall consist of an Executive and additional Directors.

3.1.2 Executive:

3.1.2.1 The Executive of the Society shall be a President, a Vice-President, a Treasurer, and a Secretary.

3.1.3 Directors:

3.1.3.1 The Board composition shall include Directors as determined by priorities during the term of the Board of Directors with a minimum of four Directors each year.

3.1.3.2 The Directors will be elected or approved by members at the Annual General Meeting.

3.2 Election of Board Members

3.2.1 The Board shall be elected by secret ballot at the Annual General Meeting of the Society and Board members shall hold office for two years commencing on the 1st of May.

3.2.2 Elections at the Annual General Meeting shall include all known vacancies for the next year.

3.2.3 A vacancy shall occur if a current officer is elected to a different Executive position.

3.2.4 The President, the Treasurer, and a minimum of two Directors shall be elected in even numbered years and the Vice-President, Secretary, and a minimum of two Directors shall be elected in odd numbered years.

3.2.5 An Executive Officer may hold office for one two-year term, but if no replacement can be found then that person may be elected for a further two-year term.

3.2.6 In the event that only one person stands for election for any office, that person will be declared elected by acclamation.

3.2.7 Candidates for the Board must be voting members in good standing for a minimum of 90 days.

3.2.8 If a vacancy occurs, the Board may appoint a replacement, notify the members at the next General Meeting, and that replacement Officer or Director will serve only until the next Annual General Meeting.

3.2.9 If the President is unable to continue, the Vice-President will assume the presidency until the next Annual General Meeting. If the Vice President cannot assume responsibility the Board of Directors may appoint one of the existing Directors to the position until the next Annual General Meeting.

3.2.10 The resignation of an officer or of a director who was confirmed at an Annual General Meeting shall require a letter of resignation signed by that member and its acceptance of at least 50% of the Board Members attending.

3.2.11 Board members absent from three consecutive Board meetings may be considered to have resigned office. Dismissal from office shall be confirmed by a majority vote of Board members. This provision does not prohibit the member from becoming part of the Board at a later date.

3.3 Duties of the Executive

3.3.1 **President:** Shall exercise supervision over all affairs of the Society and preside at all General Meetings of the Society, when possible.

3.3.2 **Vice-President:** Shall preside in the absence of the President and assist with other duties as directed.

3.3.3 **Treasurer:** Shall keep the accounts, prepare quarterly financial statements for the Membership; ensure that Licence and Insurance and any other legitimate fee payments are current; be responsible for the banking of activity fees, membership fees and any other incoming fees to the Society; receipting as necessary; manage petty cash.

3.3.4 **Secretary:** In consultation with the President, prepare the agenda for all meetings, shall prepare and send out notifications of meetings with any appropriate attachments in good time for a meeting, take notes at Board and General meetings, be responsible for generating the minutes of all meetings, after each meeting ensure minutes are distributed appropriately and are sent to the Town Counsel Liaison Counselor, if one has been appointed, keep all the files and records of the Society in good order, file all necessary end of year reports to Town and Government as required.

3.4 Duties of Directors

3.4.1 All Directors will have specific assigned duties as determined by the Board.

3.4.2 The duties assigned to Directors may vary as necessary to carry out the plans and practices of the Society to fulfill the purpose of the Society as set down in the Constitution.

3.4.3 The duties of the Directors shall be defined in the Society's Policies and Procedures.

4.0 Administration

4.1.2 Finances

4.1.1 The Society shall approve an annual budget that shall authorize the expenditure of funds for the coming year no later than at the second General Meeting following the Annual General meeting each calendar year.

4.1.2 Variances to the budget greater than 20% shall require approval at a General Meeting.

4.1.3 The Society may borrow money only after approval by a majority vote of 51% by the members at a Special General Meeting called for that specific purpose. Notice of the Special meeting shall be given at a General Meeting at least 28 days in advance of the Special General Meeting.

4.1.4 No security for such borrowing may be given other than the Society's own assets.

4.1.5 The Society, and none other, is solely responsible for any debts and liabilities lawfully incurred by the Society unless Board members have behaved illegally as set out in the Societies Act.

4.1.6 Officers, Directors or other Society Members must not receive remuneration or receive other financial benefit from membership or acting for the Society but will be reimbursed for appropriate expenses incurred for the benefit of the Society and for any extraordinary services performed for the Society which have been approved by the Board.

4.1.7 No member being reimbursed for expenses can sign the cheque reimbursing the member.

4.1.8 The Society shall ensure that its purpose is not for monetary gain for its Members and that any profits or accumulations thereof will be used for promoting its purposes.

4.2 Accounts

4.2.1 The fiscal year shall be from January 1 to December 31.

4.2.2 End of year reporting shall be submitted in accordance with the Societies Act.

4.2.3 Following a review and approval by the Board, the annual financial statement shall be presented to the Annual General Meeting no later than the third Monday in April.

4.2.3.1 The Treasurer will prepare a quarterly financial statement and, after the annual Budget is approved, a year-to-date budget report to be presented to members at Regular General Meetings throughout the financial year.

4.2.3.2 The Board will review and approve the quarterly financial statements and the budget report prior to it being presented to a quarterly General Meeting of the Society for membership approval.

4.2.4 The year end financial statement may be reviewed by a Certified Professional Accountant (CPA) if instructed by the membership at the Annual General Meeting.

5.0 Meetings

Membership Meetings

5.1 The Annual General Meeting of the Society shall be held on or before the third Monday in April, every year or, in the event of an extraordinary situation, as determined by the Board.

5.2 A quorum for General Meetings and the Annual General Meeting is a minimum of 25 voting members

5.3 There shall be Regular General Meetings of the membership, June, September, December, and April.

5.4 Other general meetings may be called by request of 30 members or by the Board of Directors as deemed necessary to conduct the business of the Society.

5.5. Special General Meetings may be held when decided by the Board, or with 14 days notice given to the Secretary by thirty (30) voting members in the form of a petition of no less than 30 members stating the reason for the meeting.

5.6 In the event of a Meeting being postponed due to unforeseen circumstances, 7 days advance notice will be adequate to reschedule the meeting.

Board Meetings

5.7 Board Meetings shall be held monthly on a pre-determined day or when called by the President. A quorum shall be a minimum of 50 percent plus one of the Board members.

5.8 Special Board Meetings may be held when decided by the President, or within 14 days of notice given to the Secretary by 50% plus one of the elected Directors of the Board.

5..8.1 The topics and resolutions which precipitated the Special Board Meeting shall be submitted to the Board in writing no less than 14 days in advance of a meeting so the Members of the Board may be properly informed, and the issues may be properly considered and addressed at the proposed meeting.

5.8.2 A quorum for such a Special Meeting shall be a minimum of 50 percent plus one of the elected Board members.

6.0 Alteration to the By-Laws

6.1 The By-Laws of the Society may be amended by an extraordinary resolution submitted to the Secretary 21 days before a quarterly General Meeting or the Annual General Meeting. This shall require a two-thirds vote of the voting members present to be adopted.

7.0 General

If not specified herein, the Societies Act shall govern.

8.0 Dissolution

8.1 Upon winding up or dissolution of the Society, the assets which remain after payment of costs, charges, and expenses which have been properly incurred in the winding up shall be distributed to an organization or organizations in British Columbia having similar charitable purpose.