

## **SOCIETIES ACT**

### **CONSTITUTION**

- 1) The name of the Society is “North Delta Sunfish Summer Swim Club” Society.
- 2) The purposes of the Society are:
  - a) To promote competitive swimming, diving and associated water sports.
  - b) To enter into affiliation or reciprocal arrangements with other swim clubs in the Province of British Columbia or elsewhere.
  - c) To raise money as the Society sees fit for carrying out the Business of the Society.

### **BYLAWS OF NORTH DELTA SUNFISH SUMMER AQUATICS CLUB**

## **Part 1 – General Interpretation**

### **DEFINITIONS**

#### **1**

- 1) In these bylaws, unless the context otherwise requires:

“**Act**” means the *Society Act*, R.S.B.C. 1996, c. 433 (November 4, 2015), and the amendments and Regulations thereto;

“**BCSSA**” means the British Columbia Summer Swimming Association

“**board**” means the board of directors acting collectively;

“**code of conduct**” means as defined in the “North Delta Aquatics club Code of Conduct for Member Families, Swimmers, and Staff”

“**conduct detrimental to the club**” means, without limitation; causing, permitting, or threatening willful damage to the property or physical premises of the club; causing, permitting, or threatening violence directed against members of the club, registered swimmers, coaches, and others associated with the club; or, causing, permitting, or threatening injury or harm to the reputation of the club

**“director”** means a member of the board occupying any such position by whatever name;

**“directors”** means the executives and managers of the club acting collectively as the Board of Directors;

**“fall session”** means the club’s off-season maintenance program running from September 30<sup>th</sup> through December 31<sup>st</sup>;

**“handbook”** means the club’s Handbook of Policies, Rules and Regulations;

**“member”** means a non-voting, voting, or honorary member as defined herein.

**“officer”** means a member of the board occupying the position of president, immediate past president, vice president coaching, vice president contracts, treasurer, registrar, or secretary/communications

**“ordinary resolution”** means a resolution passed in a meeting, where a quorum is present, by the voting members of a club by a simple majority of the votes cast.

**“primary club”** means if during the summer session a swimmer is registered in more than one club in the BCSSA, to facilitate participation in an aquatic sport not offered by the swimmer’s primary club, the swimmer’s primary club shall be the club that the swimmer represents in the sport of swimming.

**“registered swimmer”** means any person who’s primary club during the summer session is the North Delta Sunfish, has paid registration fees to the club and the British Columbia Summer Swimming Association in order to participate in the club;

**“session”** means any one of the club’s three operating sessions,

**“club”** means North Delta Sunfish Aquatics club;

**“special resolution”** means

- a) a resolution of the members of the club that is passed at a duly called meeting, where a quorum is present, by a seventy-five (75) percent majority of the total votes cast by the voting members who are entitled to vote on the resolution.
  - ii. *of which the notice that the bylaws provide, and not being less than 14 days' notice, specifying the intention to propose the resolution as a special resolution has been given, or*
  - iii. *if every voting member entitled to attend and vote at the meeting agrees, at a meeting of which less than 14 days' notice has been given.*

b) a resolution consented to in writing by every voting member of a club who would have been entitled to vote on it in person at a general meeting of the club, or if *proxies are allowed, by proxy at a general meeting of the club, and a resolution so consented to is deemed to be a special resolution passed at a general meeting of the club.*

c) *an extraordinary resolution passed before January 5, 1979*

“**summer session**” means the club’s main competitive season from May 1<sup>st</sup> through August 31<sup>st</sup>.

“**winter session**” means the club’s off-season maintenance program running from January 1<sup>st</sup> through April 30<sup>th</sup>

- 2) The terms “swimmer” shall apply to any person participating in any of the aquatic disciplines offered by the club.
- 3) Where not otherwise defined, the definitions in the *Act* shall apply to these bylaws.
- 4) If there is a conflict or inconsistency between provisions of these bylaws or Constitution of the club and the provisions of the *Act*, the provisions of the *Act* shall apply.
- 5) Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation
- 6) The insertion of headings is for convenience of reference only and shall not affect or be used in the interpretation of these bylaws.
- 7) Except as provided in the *Act*, the board will have the authority to interpret any provision of these bylaws that is contradictory, ambiguous, or unclear, provided such interpretation is consistent with the vision, mission and core values of the club.
- 8) The society may have a corporate seal which may be adopted and may be changed by an ordinary resolution of the board.
  - a) The seal shall bear the name of the society.
  - b) The seal shall be kept in the custody of the secretary.
  - c) The affixing of the seal shall be attested by the signature of at least two (2) of the directors of the club.

## Part 2: Members

### Membership

1

- 1) The society shall be comprised of members in three categories.
  - a) Non Voting Members are:

Registered swimmers under the age of nineteen (19) who are in good standing with the club, who participate in the aquatic activities of the club, and who are members of the British Columbia Summer

Swim Association (BCSSA), BC Water Polo, or the governing provincial body of another aquatic sport offered by the club.

b) Voting Members are:

A registered swimmer who is 19 years of age or one family member of registered swimmers under the age of 19 who is in good standing with the club, participates in the aquatic activities of the club, who's primary club for the summer session is the North Delta Sunfish, and is a registered member of the British Columbia Summer Swimming Association (BCSSA).

c) Honorary Members:

The board may at its discretion grant honorary non-voting membership in the club for a duration of time set by the board.

- 2) There shall be a maximum of one voting member per family.
- 3) Voting members who are in good standing (defined herein) with the society shall have the right to make motions and vote at the society's general meetings and special meetings.
- 4) Non-voting members and honorary members shall have the right to attend the society's general meetings and special meetings but are not eligible to make motions or to vote.
- 5) The society shall maintain a register of its members that shall include the following:
  - a) member's full name and residential address;
  - b) the date upon which the person was admitted as a member;
  - c) the date on which the person ceases to be a member; and,
  - d) the category of membership.

### **Duration of Membership**

2

- 1) Membership in the society shall renew on May 1st of each year as long as the member remains in good standing.

### **Members in Good Standing**

3

- 1) A member ceases to be in good standing with the society:
  - a) By, in the opinion of the board of directors acting reasonably, having breached a material term of the Code of Conduct as outlined in the handbook; or by being in arrears to the club for a period of 30 calendar days from the date monies are owed.
- 2) Provided a Member remains in good standing, a Member has:
  - a) the right to attend meetings of the members

- b) the right to vote at the meetings of the members as allowed by the nature of the member's membership
- c) the right to register swimmers in any of the aquatic sports offered by the club
- d) the right to participate in the activities of the club;
- e) an obligation to fulfill volunteer hours, as determined by the board of directors, for the benefit of the club.

## **Withdrawal and Termination of Membership**

4

- 1) Any member may resign from the club by giving written notice to the board. The resignation shall take effect upon delivery, subject only to Section 5.2 herein. A portion of annual fees may be refunded in accordance with the club policies and at the discretion of the Board.
- 2) Any member may be expelled from the club, by way of and special resolution of the board of directors, for failing to pay membership fees or monies owed to the club by the deadline dates prescribed by the club, or otherwise failing to comply with all other registration policies of the club. Membership may be reinstated upon payment in full of all arrears owing and complying with all registration policies, whichever the case may be.
- 3) Any member who is subject to disciplinary action may be suspended or expelled from the club in accordance with, but not limited to, the club's policies and procedures.
- 4) Any member may be removed by special resolution of the board of directors in accordance with but not limited to club's policies and procedures. And or by engaging in conduct detrimental to the club, as determined by sixty-six (66) percent of the board of directors.

## **Part 3: Executives and Managers of the club**

### **Positions**

1

- 1) The Executives of the club shall consist of the following:
  - a) President;
  - b) Immediate Past President;
  - c) Vice President Coaching;
  - d) 2<sup>nd</sup> Vice President Contracts;
  - e) Treasurer;
  - f) Registrar; and
  - g) Secretary / Communications
- 2) These seven (7) Executive shall constitute the executive committee of the board herein after referred to as the Board of Directors.
- 3) There shall be a further nine (9) Managers of the club:
  - a) Manager of Water Polo;

- b) Manger of Synchronized Swimming;
  - c) Manager of Fundraising;
  - d) Manager of Officials and Volunteers;
  - e) Manager of Awards;
  - f) Manager of Gaming;
  - g) Manager of Social Events;
  - h) Meet Manager; and
  - i) Equipment Manager
- 4) These nine (9) Managers and the Executives shall constitute the Board of Directors, hereinafter referred to as the Board.

## **Requirements and Duties**

2

- 1) In addition to the requirements of the *Act*, no person is qualified to become or act as a member of the board who is:
  - a) not a member in good standing of the club
  - b) an employee of the club; or,
  - c) indebted to the club and the indebtedness remains unpaid for more than 7 days.
- 2) Board members shall serve without remuneration and shall not receive, directly or indirectly, any profits from their position on the board.
- 3) In accordance with policies approved by the members, a board member may be paid reasonable expenses incurred in their performance as a board member.
- 4) The board shall manage or supervise the business of the club in accordance with the *Act*, the constitution, and these bylaws.
- 5) The board shall have general charge and control of the affairs, funds and properties of the club. It shall present all proposed major program activities to the membership for ratification.
- 6) The board of directors shall transact all business for the club, and shall exercise paramount authority in all matters pertaining to the operation of the club, subject to the constitution and bylaws.
- 7) The board shall annually appoint at least three (3) signing officers for the club, one of whom shall be the treasurer or book keeper and two (2) others from the board.
- 8) Nothing in a contract, the constitution, or these bylaws or the circumstances of a director's appointment relieves a director
  - a) from the duty to act in accordance with the *Act* and the regulations, or
  - b) from a liability that by rule of law would otherwise attach to the director in respect of negligence, default, breach of duty, statutory or otherwise, or breach of trust which the director may be guilty of in relation to the club.
- 9) The duties of the various board positions are as follows:
  - a) The President shall
    - i) Sit as a full member of the board and be at all times obligated to act in the best interest of the club. He or she will be fully liable for any board decision, unless he or she has registered a dissent or withdrawn from the decision based on a conflict of interest.

- ii) Preside at all meetings of the club and attend regional and provincial meetings;
  - iii) Supervise the other directors of the club in the execution of their duties.
  - iv) Be the official spokesperson of the club and representative
  - v) Perform such other duties as may from time to time be established by the board as indicated in the Handbook;
- b) The Immediate Past President shall:
- i) Remain a member of the executive board for one year following his/her presidential term.
  - ii) Responsible for guidance and training of new president.
  - iii) Perform such other duties as may from time to time be established by the board as indicated in the handbook;
- c) The 1<sup>st</sup> Vice President of Coaching Shall:
- i) Stand in for the President in the president's absence.
  - ii) Provide assistance to the president in the discharge of his or her responsibilities on an as required basis.
  - iii) Become president if the position becomes vacant during current year prior to the annual general meeting.
  - iv) Manage the costs associated with coaching for each session in accordance with the allotted budgets.
  - v) Be responsible for the recruitment and hiring of coaching staff
  - vi) Perform such other duties as may from time to time be established by the board as indicated in the Handbook;
- d) The 2<sup>nd</sup> Vice President of Contracts shall:
- i) Conduct negotiations with the Municipality of Delta to secure the pool time the club requires to conduct its activities at the most favorable rates possible.
  - ii) Counter sign contracts with the Municipality of Delta on behalf of the club.
  - iii) Manage the costs associated with non-coaching contracts in accordance with the allotted budgets.
  - iv) Perform such other duties as may from time to time be established by the board as indicated in the handbook;
- e) The Treasurer shall:
- i) Be one of three (3) signing officers of the executive
  - ii) Keep the financial records, including books of account, necessary to comply with the *Act* during the current season and pass these records to the secretary for long term storage when the financial statement is finalized.
  - iii) Render financial statements to the Board, members and others when required or as indicated in the Handbook.
  - iv) Record all expenditures and retain all documentation and archive as required;
  - v) Have the care and custody of the funds and securities of the club and cause to be deposited all monies received by the club in the club's accounts
  - vi) Determine an annual budget with the assistance of the executive
  - vii) Perform such other duties as may from time to time be established by the board as indicated in the Handbook.
- f) The Registrar shall:
- i) Be responsible for all membership related issues.

- ii) Be responsible for proper registration of swimmers, including club transfers and checking athlete's date of birth as required
  - iii) Keep accurate records of updated team rosters and provide them to coaches.
  - iv) Make sure team registrations are provided to the Regional Registrar on time.
  - v) Perform such other duties as may from time to time be established by the board as indicated in the Handbook.
- g) The Secretary / Communications shall:
- i) Conduct the internal and external correspondence of the club liaising with the president and board as necessary
  - ii) Prepare and maintain minutes of all meetings of the membership, the board, and the executive of the club
  - iii) Keep an accurate copy of the Constitution, By-laws, and minutes, and when changes are made, shall amend copies of same in such a manner that the amendment is clearly marked for readers to easily distinguish the changes
  - iv) Manage the costs associated with communications in accordance with the allotted budgets.
  - v) Perform such other duties as may from time to time be established by the board as indicated in the Handbook.
- h) The Manager of Water Polo shall:
- i) Manage the non-coaching costs associated with the water polo program in each session in accordance with the allotted budgets.
  - ii) Perform such other duties as may from time to time be established by the board as indicated in the Handbook.
- i) The Manager of Synchronized Swimming Shall:
- i) Manage the non-coaching costs associated with the synchronized swimming program in each session in accordance with the allotted budgets.
  - ii) Perform such other duties as may from time to time be established by the board as indicated in the Handbook.
- j) The Manager of Fundraising shall:
- i) Be responsible for all fundraising activities during the season
  - ii) Coordinate all money raising functions as directed and approved by the Board of Directors
  - iii) Manage the costs associated with fund raising activities for each session in accordance with the allotted budget(s).
  - iv) Perform such other duties as may from time to time be established by the board as indicated in the Handbook.
- k) The Manager of Officials/Volunteers shall
- i) Be responsible for the coordination and organization of officials and the volunteers at all meets`.
  - ii) Maintain a record of all volunteer hours and submit to Secretary at end of each session.
  - iii) Manage the costs associated with officials/volunteering each session in accordance with the allotted budget(s).
  - iv) Perform such other duties as may from time to time be established by the board as indicated in the Handbook
- l) The Manager of Awards shall:



- i) Be responsible for the club`s award program.
  - ii) Be in charge of the distribution of all awards from all meets.
  - iii) Preparation of all ribbons and awards for the Sunfish meets
  - iv) Manage costs associated with the awards program for each session in accordance with the allotted budget(s).
  - v) Perform such other duties as may from time to time be established by the board as indicated in the Handbook
- m) The Manager of Gaming shall:
- i) File for the annual gaming and other applicable grants with the assistance of all board members for required documents and information to complete forms
  - ii) Apply for all gaming licenses;
  - iii) File gaming report for each license within required time.
  - iv) Perform such other duties as may from time to time be established by the board as indicated in the Handbook
- n) The Social Coordinator shall:
- i) Organize all social events during the season
  - ii) Manage the costs associated with the planned social activities for each session in accordance with the allotted budget(s).
  - iii) Perform such other duties as may from time to time be established by the board as indicated in the Handbook
- o) The Meet Manager shall:
- i) Be responsible for the organization and execution of the Green and Gold meet, the Sunfish Development meet, and the Sunfish A/B meet.
  - ii) Publish the meet packages for any sunfish meet in accordance with the requirement outlined in the Handbook
  - iii) Manage the costs associated with the any swim meet hosted by the North Delta Sunfish accordance with the allotted budget for that meet.
  - iv) Perform such other duties as may from time to time be established by the board as indicated in the Handbook
- p) The Equipment Manager shall:
- i) Be responsible for all high tech and non-high tech equipment owned / leased by the club
  - ii) Manage the costs associated with the purchase and maintenance of club owned equipment in accordance with the allotted budget(s) for the purchase/ maintenance of equipment.
  - iii) Perform such other duties as may from time to time be established by the board as indicated in the Handbook

## **Full Disclosure**

### **3**

- 1) A director who is, directly or indirectly, interested in a proposed contract or transaction with the club shall disclose fully and promptly at the next meeting the nature and extent of the interest to the board.
- 2) Any such contract / agreement shall be in writing and duly signed by both parties. Two board members with signing authority shall sign on behalf of the club.

- 3) A board member referred to in section above shall not be counted in the quorum at any meeting of the board at which the proposed contract or transaction is approved or considered.
- 4) A board member shall account to the club for any profit made as a consequence of the club entering into or performing the proposed contract or transaction
  - a) unless,
    - i) the board member has disclosed the interest,
    - ii) after the disclosure the proposed contract of transaction is approved by the board and,
    - iii) the board member abstains from voting on the approval of the proposed contract or transaction, or
  - b) unless,
    - i) The contract or transaction was reasonable to the club at the time it was entered into, and
    - ii) After full disclosure of the nature and extent of the interest in the contract or transaction it is approved by special resolution.

### **Election of Directors**

#### **4**

- 1) At each annual general meeting each of the board positions shall be elected.
- 2) The term of office for board members shall be one year. The term of office of a board member ends at the end of the annual general meeting in which a replacement is elected.
- 3) Any voting member in good standing may nominate a candidate for a board position, or a voting member may volunteer to be a nominee for a board position, either before or at the annual general meeting.
- 4) Before standing for election or appointment to serve as a board member, every person must declare that they consent to serve, and are qualified to act as a board member.
- 5) The executives and managers of the club shall be elected by a show of hands or by acclamation at the annual general meeting
- 6) If more than one candidate has accepted a nomination to serve as board member, the election shall be by secret ballot.
- 7) If only one candidate has accepted a nomination for a given board position, that candidate may be declared elected by acclamation.
- 8) At the annual general meeting the chair shall declare as elected those candidates who received the highest number of valid votes or who are declared.

### **Appointment of Directors**

#### **5**

- 1) If for any reason a vacancy develops on the board, provided the number of continuing directors constitutes a quorum of the board:

- a) the executive may, by ordinary resolution of the executive, appoint a qualified voting member to fill the vacancy for the remainder of the term of vacating director, or
  - b) provided the number of continuing directors constitutes a quorum of the board, it may continue to function without filling the vacancy, or
  - c) if the number of continuing directors does not constitute a quorum of the Board, the Executive may, by ordinary resolution of the executive, appoint qualified voting member for the sole purpose of calling a meeting in order to hold a by-election
- 2) A member filling a vacancy shall complete the term of the vacating board member

### **Removal of Directors**

6

- 1) A Director shall cease to hold office on the happening of any one of the following:
  - a) The Director resigns in writing;
  - b) The Director ceases to be a member;
  - c) The Director ceases to be otherwise qualified;
  - d) The term of office expires in accordance with these bylaws;
  - e) The director is absent from three (3) consecutive regular meetings of the board without the consent of the board;
  - f) The director is a shareholder, director or employee of a company with whom the club considers entering into or has entered into a contract;
  - g) The director holds any office of profit under the club; or,
  - h) The Director may be removed from office by special resolution of the members, and another director may be elected, or appointed by ordinary resolution of the members, to serve during the balance of the term.

## **Part 4: Meetings of the Board**

### **Meetings of the Directors**

1

- 1) The board shall meet as and when necessary as they shall determine, but at least once every forty-five (45) calendar days, or at the call of the president.
- 2) The executive shall meet as necessary between board meetings at the discretion of the president. The executive shall have all the powers of the board of directors between board meetings.
- 3) A quorum of the board necessary for the transaction of business shall be nine (9).
- 4) A director who is entitled to vote at a meeting of directors may participate or vote
  - a) in person, or
  - b) by telephone or other communications medium if all directors participating in the meeting either in person, or by telephone or other communications medium are able to communicate with one another

- 5) The accidental omission to give notice of any meeting of the directors to, or the non-receipt of any notice by a director, does not in itself invalidate any proceedings at that meeting of the directors.

## **Part 5: Meetings of the Membership**

1

- 1) Unless otherwise specified in the *Act* or these bylaws, meetings of members and meetings of the board will be conducted according to Roberts Rules of Order (current edition).
- 2) Meetings of the members will be closed to the public unless otherwise authorized by the board.

### **Annual General Meeting**

2

- 1) The annual general meeting of the club shall be held each year within forty-five (45) days of the end of the summer session at such time and place in the Municipality of Delta as may be determined by the board and in any event not later than three (3) months after the fiscal year end of the club, or more than fifteen (15) months of the previous annual general meeting.
- 2) The order of business shall be:
  - a) Call to order;
  - b) Approval or variation of agenda;
  - c) Minutes of last annual general meeting;
  - d) Business arising from the minutes;
  - e) Financial statement;
  - f) Proposed budget;
  - g) Annual reports of board members and any committees;
  - h) Election of directors;
  - i) Other business; and
  - j) Adjournment.

### **General Meetings**

3

- 1) In addition to the annual general meeting called by the board, there shall be at least one (1) general meeting each year to be held not more than thirty (30) days prior to the commencement of the summer session.
- 2) The Directors may, subject to the approval of the voting members present at the general meeting, determine the order of business.
- 3) The quorum of the members for the transaction of business at a general meeting including the annual general meeting of the club shall be a minimum of 10% of the

eligible voting members and at all times not less than ten (10) voting members must be present at the meeting.

- 4) If after expiry of thirty (30) minutes from the time appointed for the commencement of a general meeting a quorum is not present, the meeting shall be adjourned and the members shall be notified of the adjournment. The board shall then set an alternate date for the adjourned meeting where business may be conducted and completed whether or not a quorum is present.
- 5) Special resolutions shall be required for, but are not limited to, the following:
  - a) Extraordinary spending which exceeds twenty-five (25) percent of the approved annual operating budget;
  - b) Changing the name of the club, changing the purpose of the club, amending the Constitution and/or Bylaws of the club;
  - c) Subscribing to, becoming a member of, or affiliating with any other club or association whether incorporate or not, whose objects are in whole or in part similar to the objects of the club;
  - d) Disassociation with the BCSSA or the Municipality of Delta;
  - e) Removal any directors before the completion of his/her term of office;
  - f) Borrowing money.
- 6) Special resolutions shall be filed in duplicate with the *Registrar of Companies* of the Province of British Columbia.

### **Special Meetings**

4

- 1) A special meeting of the club shall be called by the board without delay upon the receipt of a petition signed by ten (10) percent or more of the voting members of the club. The agenda of the special meeting shall be limited to the matters petitioned. No other matters of business will be discussed at the special meeting.

### **Notice of Meeting**

5

- 1) Every voting member shall receive a minimum of fourteen (14) calendar days notice of the annual general meeting, and any general or special meeting.
- 2) The notice of meeting shall specify the following:
  - a) Date and time of meeting;
  - b) Location of meeting;
  - c) General nature of business to be conducted at the meeting; and,
  - d) That a copy of the financial statement be made available to the Members and how the members may obtain a copy of the financial statement.
- 3) Where a special resolution is to be proposed at a meeting, the notice of meeting shall include the full text of the special resolution.
- 4) At the meeting amendments to the text of the special resolution shall not be permitted unless the notice of the meeting states that amendments may be considered and voted upon by the voting members present at the meeting.

- 5) The accidental omission to give notice of any general meeting to, or the non-receipt of any notice of meeting by, a member, or any error or omission in the notice of meeting does not in and of itself invalidate any proceedings at that meeting.

### **Notice of Motion**

6

- 1) Any voting member in good standing with the club who wishes to have new business placed on the agenda of a meeting will give written notice to the club at least seven (7) days prior to the meeting date or upon the sole discretion of the President or designate.
- 2) The notice of motion shall contain, but may not be limited to, the following information:
  - a) name of member submitting notice of motion;
  - b) the motion;
  - c) the purpose of the motion;
  - d) the signature of the mover; and,
  - e) the signature of seconder.

### **Voting at Meetings**

7

- 1) At a general meeting, including the annual general meeting, board or executive meeting every motion shall be determined by ordinary resolution unless otherwise required by *Act*.
- 2) Ordinary resolutions at a meeting shall be by simple majority vote of those eligible voting members present.
- 3) Special resolutions shall require a Two-Thirds (2/3) vote of those eligible voting members present.
- 4) The chair of any meeting may inquire into a person's entitlement to vote at the meeting and may make a determination as to the person's entitlement to vote.
- 5) A voting member in good standing present at any general meeting, including the annual general meeting is entitled to one vote.
- 6) Voting by members present at a meeting shall be by show of hands.
- 7) Voting by proxy shall only be allowed and in the form specified in the Handbook.
- 8) Every motion put to vote at a general meeting, including the annual general meeting, shall be decided on a show of hands and proxy votes where allowed, unless, prior to the vote being taken, the chair designates, or a member requests a secret ballot.
- 9) The chair shall be entitled to vote only in the event of a tie.
- 10) The chair shall declare to the general meeting the decision on every motion in accordance with the result of show of hands and proxy votes or secret ballot, and that decision must be entered into the minutes of the meeting.
- 11) Unless a secret ballot is required or requested, a declaration by the chair of the decision on a motion and the entry into the minutes to that effect, in absence of evidence to the contrary, shall be conclusive evidence of the result.

## Part 6: Fiscal Policy

1

- 1) The banking business of the club shall be conducted at a chartered bank or Credit Union as the Board may designate. The club at all times shall maintain at least one account at this institution or the purpose of the deposit of funds.
- 2) The fiscal year of the club shall end on the 31<sup>st</sup> day of August in each and every year and shall commence on the day following the immediately preceding fiscal year.
- 3) The Executive will be responsible for setting a draft budget for review at the December Board meeting. The final budget for each fiscal year will be set during the January Board meeting.
- 4) The necessary books and records of the club required by these bylaws or by applicable law will be necessarily and properly kept. In accordance with the *Act*, records must be kept of:
  - a) All monies received and disbursed by the club and the matter in respect of which the receipt and disbursement took place.
  - b) Every asset and liability of the club.
  - c) Every other transaction affecting the financial position of the club.
- 5) Financial statements must consist of :
  - a) a statement of surplus for each period.
  - b) a statement of income and expenditure for each period .
  - c) a statement of source and application of funds for each period (may be omitted if the reason for the omission is set out in the financial statement).
  - d) a balance sheet as of the end of each session within thirty (30) days of the end of the session.
  - e) the statements above need not be identified by those names.
  - f) an attachment including every auditor's report made in respect of it if it is purported to be an audited financial statement.
- 6) The financial statement of the club shall be approved, as evident by the signatures of at least two (2) directors, prior to issue or circulation of the financial statement to anyone other than the directors.
- 7) Unless otherwise provided in the bylaws, all written agreements and financial transactions entered into in the name of the club will be signed by the treasurer, and one other signing officer.
- 8) All budgeted funds may be disbursed by the director responsible for that line item in the budget.
- 9) Payables of over \$500.00 must be approved by the board by way of ordinary resolution and paid by cheque. Payables approved by an ordinary resolution of the board must appear in the minutes of the meeting.
- 10) Extraordinary expenditures outside of budgeted items shall not exceed fifteen (15) percent of the annual operating budget without approval of membership
- 11) The club may acquire, lease, sell, or otherwise dispose of securities, lands, buildings, or other property, or any right or interest therein, for such consideration and upon such terms and conditions as the board may determine.

- 12) All projects for fundraising or solicitation of goods shall have prior approval and authorization of the board. No member shall participate in such activities without carrying proper credentials provided by the club
- 13) The funds and property of a club must be used and dealt with only for its purposes in accordance with its bylaws. The club may invest its funds in investments only as permitted under the provisions of the *Trustee Act* respecting the investment of trust property.
- 14) The treasurer, as directed by the board of directors, will ensure that funds of the club that are not required to meet current expenditures are invested to the best advantage of the club.
- 15) Investments may be any form of property or security in which a prudent investor might invest, including a security issued by an investment fund as defined in the *Securities Act [RSBC 1996] Chapter 418 November 11, 2015 (or as may be amended from time to time)*.
- 16) The North Delta Summer Swim club upon winding up or dissolution of the society, the assets which remain after payment of all costs, charges, and expenses which are properly incurred in the winding up shall be distributed to such charitable organization or organization having similar charitable purpose. This provision was previously unalterable.

### **Borrowing**

2

- 1) In order to carry out the purpose of the club the board may, on behalf of and in the name of the club, borrow money upon the credit of the club only as sanctioned by a special resolution of the membership of which fourteen (14) days notice specifying the intention to borrow or secure monies has been given to all voting members in good standing.
- 2) The members may by special resolution, restrict the borrowing powers of the board, but a restriction imposed expires at the next annual general meeting.

### **Inspection of Records**

3

- 1) The club's books and records may be inspected by any member in good standing of the club at any time, upon giving reasonable notice and arranging a time satisfactory to the board member having charge of that duty.

## **Part 8: Standing Rules**

1

- 1) The Board may establish, amend and rescind Standing Rules to attain the Objects and Purposes and Policies, and for the conduct of all business of the club that are



not inconsistent with these Bylaws or the *Act*. The Board shall take such measures as may be required for the enforcement of such Standing Rules. Standing Rules established, amended or rescinded by the Board shall be subject to ratification at the next following General Meeting of the members, provided that Standing Rules may be acted on and enforced by the Board prior to submission to the members.

## **Part 9: Amendments**

1

- 1) The constitution and bylaws of the club may be amended by a special resolution at a meeting of the club.

## **Part 10: Adoption of These Bylaws**

1

### **Ratification**

- 1) These bylaws are ratified by a special resolution of the members of the club present and entitled to vote at a meeting of members duly called and held on November 25, 2018

### **Repeal of Prior Bylaws**

1

- 1) In ratifying these bylaws, the members of the club repeal all prior bylaws of the club provided that such repeal does not impair the validity of any action done pursuant to the repealed bylaws.