

SOCIETIES ACT

VIEW ROYAL COMMUNITY ASSOCIATION

CONSTITUTION¹

1. The name of the Society is:

VIEW ROYAL COMMUNITY ASSOCIATION

2. The purposes of the Society are:

(1) to own, maintain and operate a community hall and ancillary equipment for the promotion of social, recreational, economic, political and general welfare of the taxpayers and residents of the town of View Royal. The society will not operate, own, or manage a social club.

(2) in the event of emergency or civic disaster, to make the community hall and other association resources available, free of charge, to established municipal, regional, provincial and/or federal emergency defence or disaster control agencies.

(3) to control allocation of use and rental of the community hall to appropriate outside users in a manner consistent with the primary purposes stated in (1) and (2) above.

(4) it will be a further and important purpose of the society to provide a meeting and forum where matters deemed to be of importance to the View Royal community by the board of directors, maybe debated and where the voice of the community at large may be heard.

3. It shall be an unalterable provision of the society that the View Royal Community Association guarantees that the facility will be available to any person or persons who wish to use it in accordance with the purpose of the facility and that the charge for using the said facility to those members of the public who are not members of the View Royal Community Association will be either a daily or hourly charge agreed upon between the View Royal Community Association and the department of recreation and conservation.

4. It will be a further unalterable provision that, in the event of the dissolution of the View Royal Community Association, any assets remaining after payment of all debts and obligations shall be distributed to a recognized charitable organization with similar objects or to a suitable level of government.

SOCIETY ACT

VIEW ROYAL COMMUNITY ASSOCIATION

BY-LAWS

PART 1. INTERPRETATION

The interpretations in Section 1 of the Society Act shall apply to these By-laws

PART 2. MEMBERSHIP

- 2.1 Any person who has contributed to the original Building Fund shall on completing an application become a Charter Member of the Association.
- 2.2 Membership shall be open to residents and non-resident taxpayers of the Town of View Royal who are 19 years of age or over, on submitting an application to do so.
- 2.3 Membership fee for the Association shall be such an amount per member as is decided at an Annual General Meeting and changed at a subsequent Annual General Meeting.
- 2.4 The membership year shall be, and the membership fee shall cover, the period from the commencement of an Annual General Meeting to immediately prior to the commencement of the next following Annual General Meeting. The fee shall not be prorated. All members are in good standing except a member who has failed to pay his/her current annual membership fee or any other subscription or debt due and owing by him/her to the Association and he/she is not in good standing so long as the debt remains unpaid. A member not in good standing for a period of 12 consecutive months shall cease to be a member.
- 2.5 Each member in good standing shall be entitled to, and the Association shall give him/her, on request and without charge, a true copy of the Constitution and By-laws of the Association.
- 2.6 (a) A Director may be removed from office by special resolution and another Director may be elected, or by ordinary resolution be appointed, to serve during the balance of the term.

(b) A member may be expelled by a special resolution. The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason for the proposed expulsion. The Person who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the General Meeting before the special resolution is put to a vote.

(c) A special Directors' Meeting called to consider proposing a special resolution to remove a Director or expel a member must be called by giving notice in writing to each Director, 14 days before the date of the meeting and must specify the purpose of the meeting and stipulate that no other business will be carried on at that special meeting. A proposal to initiate the removal or expulsion shall require the assent of two thirds of the Directors present.

(d) All "special resolutions" which have been duly approved shall be processed in accordance with Section 66 of the SOCIETY ACT as amended and consolidated effective 1996.

PART 3. MEETINGS

- 3.1 The Annual General Meeting of the Association shall be held during the month of November at a date to be set at the discretion of the Board of Directors.

- 3.2 Regular General Meetings of the Association shall be held at least two times a year on a date to be set at the discretion of the Board of Directors. A minimum of three meetings, including the Annual General Meeting, shall be held annually. If within 30 minutes from the time appointed for a General Meeting a quorum is not present the meeting if convened on the requisition of members, shall be terminated, but in any other case, it shall stand adjourned to the same day in the next week at the same time and place, and if at the adjourned meeting a quorum is not present within 30 minutes from the time appointed for the meeting the members present shall constitute a quorum.
- 3.3 A minimum of ten days notice of meeting shall be given in writing to all paid up members. Notice of meeting shall be posted throughout the Town as required.
- 3.4 The Board of Directors may call a Special General Meeting by giving 14 days notice in writing to members stating the business of such a meeting.
- 3.5 Meetings of the Board of Directors may be called at such times as, in the opinion of the President or a majority of the Board of Directors may be deemed necessary.
- 3.6 QUORUMS: 15% of members in good standing but not less than three, will constitute a quorum for the Annual General Meeting for all Regular General Meetings and for a Special General Meeting.

The greater of two-thirds of the executive or a minimum of 3 members of the board of directors will constitute a quorum for meetings of the Board of Directors.

(A "member in good standing" is defined in Section 2.4)

- 3.7 The President shall preside at all meetings and in the President's absence the Vice President shall preside. In the absence of these two officers, a member of the Board of Directors, appointed by the President shall preside. Failing this, the Board of Directors may elect a chairperson.
- 3.8 No new business may be introduced at Regular General Meetings of the Association after 10:00 p.m. unless approved by resolution passed by 75% of the voting members present and such extension shall not extend longer than 15 minutes. Further 15-minute extensions can be approved by additional resolutions.
- 3.9 A member in good standing present at a meeting of members is entitled to one vote. Voting is by a show of hands except in the case of elections. Voting by proxy is not permitted.
- 3.10 The procedures in all Association meetings shall be governed by Henry M. Robert's "Rules of Order, revised 1970" or its revision.

PART 4. OFFICERS AND DIRECTORS

- 4.1 The Officers of the Association shall consist of a president, vice-president, secretary, treasurer, and directors. They shall be members in good standing and shall serve without remuneration.
- 4.2 Nominations for offices shall be made at the Annual General Meeting in November. Such nominations may be forwarded by a Nominating Committee or be made from the floor. Each nominee shall accept or decline nomination.

- 4.3 The Directors shall retire from office at each Annual General Meeting when their successors are elected. Elections shall be held for each office to be filled. An election may be by acclamation, otherwise it shall be by ballot. If no successor is elected, the person previously elected or appointed may continue to hold office until a successor is appointed or elected.
- 4.4 In the event that the full slate of Officers is not elected at the Annual General Meeting or if a vacancy occurs, or should an Officer be unable to act for a period of time, the Directors have the right to appoint Acting Officers of a sufficient number to bring the Board of Directors up to full strength pending confirmation at the next General Meeting. The Officers so appointed shall serve in an acting capacity until they are confirmed by the next General Meeting.
- 4.5 The Secretary shall be responsible for the correct preparation of the Minutes of the proceedings of the Association and the Board of Directors and shall ensure that all reports required by the Society Act to be filed with the Registrar of companies are filed in accordance with the Act.
- 4.6 The Secretary shall conduct correspondence in the name of the Association and shall have the custody of all such books and records of the Association.
- 4.7 The Director of Membership shall keep a current Membership Roll.
- 4.8 The Treasurer shall receive all monies of the Association and shall deposit same in such chartered bank, trust company or credit union as shall be approved by the Board of Directors. The Treasurer shall disburse such monies as may be approved by the Directors. Such monies shall be disbursed only by cheque, signed by the Treasurer and either the President or Vice-President
- 4.9 The Treasurer shall present a current balance sheet at each Board of Directors Meeting for ratification by the Board.
- 4.10 The Treasurer shall have safe custody of the Seal of the Association, which shall be affixed only by the authority of the Board of Directors and in the presence of the President, Secretary, and one other Director.
- 4.11 On vacating office or on being replaced in office, each officer shall present within two weeks, all Association property in his/her possession to his/her successor, the President or Acting President, who shall be responsible for such property.

PART 5. COMMITTEES

- 5.1 The following shall constitute the Committees of the Association:
 - (a) Board of Directors
 - (b) Standing Committees
 - (c) Special Committees.
- 5.2 The following shall constitute the Standing Committees of the Association:
 - (a) Membership and Publicity
 - (b) Finance
 - (c) Building Maintenance
 - (d) Rentals
 - (e) Such other Committees deemed necessary by the Board.
- 5.3 The members of the Standing Committees shall be appointed by the President and shall hold office from appointment until the next Annual General Meeting.

- 5.4 Special Committees may be appointed by the President from time to time for any purpose consistent with the welfare of the Association.
- 5.5 The Board of Directors shall be responsible for the terms of reference of all committees.
- 5.6 The President shall be, ex-officio, a member of all committees except the Nominating Committee.

PART 6. PROPERTY MANAGEMENT

- 6.1 The Board of Directors shall have the power to incur such obligations and to incur such expenses as are necessary for the purpose of keeping the property in good repair and condition, and they shall be required to make such arrangements for the insuring of the Association's property for such amounts and under such conditions as they may think fit. They are further authorized to Pay all taxes and expenses incurred in connection with the upkeep, maintenance and repairs and the management of any help or assistance the Board of Directors may consider necessary.
- 6.2 The Board of Directors shall be responsible for and approve the terms and conditions for the use and/or rental of the hall.
- 6.3 The use of the hall and all matters pertaining thereto shall be arranged only through the Chairman of the Rentals Committee on such terms and conditions as have been previously approved by the Board of Directors.
- 6.4 The Association shall not borrow, invest, raise or secure payment of monies, issue debentures or make extraordinary expenditures (e.g. Building Fund disbursements) unless initiated by the Board of Directors and approved by a General Meeting of the members, subject to Section 35 of the Society Act.
- 6.5 No cash or property donations shall be made by the Association unless and until approved by a General Meeting.

PART 7. AUDITS AND INSPECTIONS

- 7.1 The fiscal year shall be from January 1 to December 31 of the year. Under normal circumstances, the Association only requires an annual review of its financial records and not an official audit. In the event that an official audit is required for any reason, the Association will appoint an auditor no later than thirty (30) days prior to the end of the fiscal year. The auditor, as appointed, shall be determined by a call to tender. The audited financial statement shall be presented at the next Annual General Meeting in November.
- 7.2 All records of the Association may be inspected by any member of the Association by arrangement through the President

PART 8

The By-Laws may not be altered except by a Special Resolution as defined by the Society Act. Such a Special Resolution shall require the consent of a 75% majority of such members entitled to vote as are present in person at a General Meeting of which notice specifying the intention to propose the Special Resolution has been duly given.