

KITCHENER VALLEY RECREATION AND FIRE PROTECTION SOCIETY (S0043677)

Bylaws

1. Membership

- (A) Membership in this Society shall be limited to citizens who reside in Kitchener or within a reasonable distance of the community of Kitchener.
- (B) The representatives of any civic, municipal, provincial or deferral department or agency interested in recreation or community activities.
- (C) Other citizens, engaged in or interested in recreation or community activities who subscribe to the objectives of the society and pay such dues as from time to time are set or fixed by the Directorate as membership fees.
- (D) The members of the society are the applicants for the information of the Society, and those persons who subsequently become members in accordance with these byland and, in either case, have not ceased to be members.
- (E) A person may apply to the directors for membership in the society, and on acceptance by the directors is a member.
- (F) Every member must uphold the constitution and comply with these bylaws.
- (G) A person ceases to be a member of the Society:
 - 1. Be delivering his or her resignation in writing to the secretary of the society or by mailing or delivering it to the address of the Society.

2. On his or her death or, in the base of a corporation, on dissolution,
3. On being expelled, or
4. On having been a member in good standing for 12 consecutive months.

(H) A member may be expelled by a special resolution of the members passed at a general meeting.

(I) The notice of the special resolution of the embers passed at a general meeting.

(J) The person who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the general meeting.

(K) All members are in good standing except a member who has failed to pay his or her current annual membership fee, or any other subscription or debt due and owing by the members to the society, and the member is not in good standing so long as the debt remains unpaid.

1.1 Associate Membership

(A) Shall be open to any resident or non-resident who is engaged in or interested in recreational or community activities who subscribe to the objectives of the Society and pay such dues as from time to time are set by the Directorate as Associate membership fees.

(B) Associate members shall not have voting privileges.

2. Annual Fees for all Classes of Membership

Annual fees for all classes of membership shall be determined from time to time by the Board of Directors.

3. Meetings of Members

(A) General meetings of the society must be held at the time and place, in accordance with the Society Act, that the directors decide.

(B) Every general meeting, other than an annual general meeting, is a special general meeting.

(C) The directors may, when they think fit, convene a special general meeting:

1. Notice of a general meeting must specify the place, day, and hour of the meeting, and, in case of special business, the general nature of that business.
2. The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at the meeting.

(D) The first annual general meeting of the society must be held not more than 15 months after the date of incorporation, and after that, an annual general meeting must be held at least once every calendar year and not more than 15 months after holding of the last preceding annual general meeting.

(E) If within 30 minutes of the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of members, must be terminated. In any other case, it must 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 constitute a quorum.

(F) A member in good standing present at a meeting of members is entitled to one vote.

(G) Voting is by show of hands.

(H) Voting by proxy is not permitted.

(I) A director may at any time, and the secretary, on the request of a director, must convene a meeting of the directors.

4. Fiscal Year

(A) The fiscal year of the society shall commence on the 1st day of January and end on the 31st day of December.

(B) The annual meeting of the society is to be held in the month of March, with the new directors taking office on April 1st.

5. Directors and Officers

The Directors of the Society shall be Chair, Vice-Chair, Secretary, Treasurer, Recreation Director, and 2 other Directors. The number of Directors must be 7 or a greater number determined from time to time at a general meeting. Honorary officers shall from time to time be fixed or determined by the Board of Directors.

A director must not be remunerated for being or acting as a director but must be reimbursed for all expenses necessarily and reasonably incurred by the director while engaged in the affairs of the society.

6. Election of Directors and Officers

Directors are to be elected annually in the month of March, to take office on April 1st. The number of Directors shall be **7**, with **4 elected to two-year terms** and **3 elected to one-year terms**, determined by the most popular vote. In subsequent years, vacant positions will be filled by **two-year terms**. Officers shall be chosen each year from the Directorate, by the Directorate as they see fit.

A quorum shall be deemed made on the attendance of any **8 members** of the Society at any meeting of the Society, and any **4 Directors** at any meeting of the board.

7. Audit of Accounts

If a motion for a request for an audit at a regular meeting is carried, then within **30 days** a general meeting of the membership is to be called to vote on the request for an audit.

An audit is to be done at least every **5 years**.

8. Alterations of By-Laws

The By-Laws of the Society may be altered by **special resolution**, carried by the members of the Society at an **annual general meeting**, provided that notice of the intention to propose the resolution shall be given to the community at large at least **30 days prior** to the meeting at which it is intended to vote on the proposed alteration.

A **3/4 majority vote** shall suffice to alter the By-Laws of the society in these circumstances.

9. Replacement and Removal of Officers

Any **Director or Officer** may be **replaced or removed** by **majority vote** of the Board of Directors at a meeting held for this purpose.

Vacancies may be filled by such replacements or removals as the Directors shall see fit.

10. Exercise of Borrowing Power

The Directors of the Society may **borrow funds up to \$1000.00** each fiscal year.

Amounts of **more than \$1,000.00** must be approved at a **public meeting**.

No **debenture** will be issued without the **authorization of a special resolution**.

11. Preparation and Custody of Documents

The Duties of the officers shall be as follows:

- **THE CHAIR** shall be responsible for implementation of the general direction of the Society as laid down by the membership, the convening of meetings, and leadership in respect of policy.

- **THE VICE-CHAIR** shall act in the same manner as Chair in the absence of the Chair.
 - **THE SECRETARY** shall keep full minutes of all regular, special, executive, or directors' meetings. The Secretary shall also have the responsibility for the maintenance of all records of the society and their safekeeping, except the financial records.
 - **THE TREASURER** shall keep and maintain all financial records of the society and shall produce a financial statement once per month at the meetings of the Society, and if called upon under by-law 6, shall produce an audited statement.
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12. SEAL

The directors may provide a common seal for the society and may destroy a seal and substitute a new seal in its place.

The common seal must be affixed only when authorized by a resolution of the directors and then only in the presence of the persons specified in the resolution, or if no persons are specified, in the presence of the Chair and Secretary or Chair and Treasurer.

KITCHENER VALLEY RECREATION AND FIRE PROTECTION SOCIETY

Mission Statement: Dedicated to the development and improvement of our community.

GUIDELINES:

1. Everyone is treated as an equal.
2. This is a team and/or group effort.
3. Once an opinion or idea is given to the Friends of Kitchener group, it no longer belongs to the individual who gave it.
4. One person will speak at a time and should be allowed to speak uninterrupted. Other people's opinions are to be respected.
5. Once a majority decision has been made, it will be accepted by the whole group.
6. The chairperson has the right to stop a meeting at any time as deemed necessary.
7. Committees are authorized to spend up to a maximum of \$10 for miscellaneous items per event, without prior authorization of the Friends of Kitchener executive or group.
8. The end of the fiscal year will be December 31.

EXECUTIVE SUMMARY

1. The executive will comprise of a Chairperson, Vice-Chairperson, Secretary, Treasurer, Recreation Supervisor, and two Directors.
2. Elections will be held every year with Executives holding a two-year term and Directors a one-year term.
3. The Chairperson will oversee all meetings. The Vice-Chairperson will replace the Chairperson or any other positions that are absent. A vacated position will be filled by an executive decision. The Treasurer will be responsible for the finances and give a report at each meeting. There will be two people to have signing authority (not from the same household). The Secretary shall record minutes, write letters, and receive

correspondence. The Recreational Supervisor will be in charge of events. The Directors will be advisors and help with decisions and ideas.

4. A quorum will be 4 out of 7 executives.
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Constitution

- **1.** The name of the Society is **Kitchener Valley Recreation & Fire Protection Society**.
- **2.** To establish and operate a community hall and park that is available for the general use of the public for a variety of community activities including workshops, programs, drama, art, music, handicrafts, hobbies, healthy recreation, and incidental activities.
- **3.** The operations of the Society are to be chiefly carried on in the area known as the Regional District of Central Kootenay within the Province of British Columbia, more particularly at or near **Kitchener**.
- **4.** It is specially provided that in the event of dissolution or upon winding-up of the Society, all its remaining assets after payment of its liabilities shall be distributed to one or more eligible donees as defined in the **Income Tax Act**.
- **5.** The Provisions 3, 4, and 5 of the Constitution are unalterable.