

  
**T.K. SPARKS**

# Bylaws of the Kamloops Amateur Radio Club (the "Society")

## Part 1 – Definitions and Interpretation

### Definitions

1.1 In these Bylaws:

“**Act**” means the Societies Act of British Columbia as amended from time to time;

“**Board**” means the directors of the Society;

“**Bylaws**” means these Bylaws as altered from time to time.

### Definitions in Act apply

1.2 The definitions in the Act apply to these Bylaws.

### Conflict with Act or regulations

1.3 If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be, prevail.

## Part 2 – Members

### Membership

2.1 There shall be three classes of memberships in the Society, namely; Ordinary Membership, Honorary Membership, and Life Membership.

2.1.1 Ordinary Membership:

(a) Applicants for membership must be sponsored by one member in good standing of the Society and must agree to abide by the provisions of the Constitution and By-laws of the Society and all regulations subsequently made for its operation and conduct.

(b) All applications for membership shall be submitted to the Board of Directors and, upon approval by the Board, the applicant shall become a member.

(c) The membership dues, fees and other assessments shall be determined from time to time by a majority vote of the Society at any general or special meeting of the Society.

(d) A member shall be deemed to be in good standing when his membership dues, fees and other assessments are not more than two months in arrears.

2.1.2 Honorary Membership:

(a) Honorary members shall be appointed upon recommendation by any member of the Society and upon an affirmative vote of two thirds of the members assembled in any general or special meeting of the Society.

(b) The Honorary member shall not be entitled to vote at but shall be entitled to notice of and the right to attend to meetings of the members of the Society, they shall not participate in any distribution of property of the Society upon dissolution of the Society; and they shall not be required to pay any membership fees or dues or subscriptions.

### **2.1.3 Life Membership:**

(a) To qualify for Life membership a person must have been a member in good standing of the Society for a minimum of two years.

(b) Life membership shall be awarded upon recommendation by any two members of the Society and upon affirmative vote of two thirds of the members assembled in any general or special meeting of the Society.

(c) Life members shall be entitled to one vote per member at all meetings of members of the Society; they shall be entitled to participate equally with the Ordinary members in any distribution of the property of the Society upon the dissolution of the Society; and they shall not be required to pay any membership fees, dues or subscriptions.

## **2.2 Termination of Membership**

Ordinary, Honorary, and Life Membership:

(a) It shall be the responsibility of the Executive to investigate any written complaints received by them concerning any member of the Society and said investigation shall include the opportunity for the affected member to appear at a closed hearing before the Executive. The President shall report on the said investigation and hearing to the members of the Society at the next general or special meeting of the Society.

(b) A member of the Society, subsequent to the aforementioned investigation and hearing, may be expelled or suspended from membership by an affirmative vote of two thirds of the members assembled in any general or special meeting of the Society.

(c) Members may resign by resignation in writing, which shall be effective upon acceptance thereof by the Executive.

(d) Any Member who resigns or is expelled or suspended from the Society shall forfeit all rights, claim and interest arising from or associated with membership in the Society but shall remain liable for payments of any assessment or other sum levied or which became payable by him to the Society prior to the acceptance of his resignation or approval of his expulsion or suspension.

## **2.3 Obligation of Members**

Every member shall be bound by and submit to the constitution and by-laws of the Society, and such rules and regulations as from time to time may be enacted by the Executive or by the membership of the Society.

## **Part 3 – Meetings**

**3.1** The Annual General Meeting of the Society shall be held once every year, at a place within the province or by virtual means, in the second quarter of the year defaulting to May, and seven days notice of such meeting shall be mailed or handed or passed by word of mouth or otherwise given to all members of the Society.

**3.2** General meetings of the Society shall be held once during every month at such time and such place as may be determined from time to time by the Executive Board, and a minimum of three days notice of such meeting shall be mailed or handed or passed by word of mouth or

otherwise given to all members by the Society. Notwithstanding the foregoing, the Society shall have the option of recessing during the months of July and August.

**3.3** Special meetings of the Society shall be held to conduct urgent business of the Society at such time and such place as may be determined from time to time by the Executive Board, and a minimum of three days notice of such meeting shall be mailed or handed or passed by word of mouth or otherwise given to all members by the Society.

**3.4** Each Ordinary and Life member in good standing of the Society shall at all meetings of the Society be entitled to one vote; and any member entitled to vote but not present at a meeting may have his vote exercised by written proxy delivered to the Secretary of the meeting before a vote is called for any given resolution.

**3.5** An Extraordinary Resolution shall mean a resolution passed by a majority of not less than two thirds of the total of such Ordinary and Life members that are entitled to vote at any general or special meeting.

**3.6** The quorum for the transaction of business at a general meeting is 5 voting members or 20% of the voting members, whichever is lesser. Members attending electronically shall be considered part of the quorum.

**3.7** The by-laws of the Association may be amended at any General, Special, or Annual Meeting of the Association by special resolution.

**3.8** Rules of Order to be followed at any meeting of the Society shall be those rules as defined in "Robert's Rules of Order".

**3.9** The accidental omission to give notice of any meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.

## **Part 4 – Executive**

**4.1** The following shall be the Officers of the Society and constitute the Executive of the Society.

- (a) President - by election
- (b) Vice President - by election
- (c) Secretary - by election
- (d) Treasurer - by election
- (e) Immediate Past President - by appointment.

**4.2** Each Officer upon his election to the Executive shall be automatically constituted a Director of the Society.

**4.3** The Society may elect, in addition to the Officers specified in Section 1 or Article V, three (3) additional Directors to serve on the Society Executive

## **Part 5 – Election and Removal of the Officers and Directors of the Executive**

- 5.1** The election of the Executive to serve for the ensuing year shall take place at the Annual General Meeting.
- 5.2** The Officers elected at the Annual General Meeting shall take office on the first day of July following the Annual General Meeting and shall hold office until the last day of June the following year. Officers who are eligible as defined in Section 5.3 may stand for re-election for an Executive position.
- 5.3** Only Ordinary or Life members who are "Licensed Amateur Radio Operators" in good standing with the Society for a minimum of any one year period may hold office.
- 5.4** To be eligible to hold the Office of President, a member must be a "Licensed Amateur Radio Operator" and shall have been an Ordinary or Life member of the Society in good standing for at least two years prior to his election.
- 5.5** If any member of the Executive, with the exception of the Past President, shall resign his office, or be expelled or suspended from the Society, the remaining Officers and Directors shall declare his office vacated and a successor to hold office in his place until the next Annual General Meeting shall be elected by a simple majority of the votes of members as entitled to vote at the next General or Special Meeting of the Society.
- 5.6** Elections shall be conducted by an elections committee composed of a Chairman, who shall be the immediate Past President of the Society and two additional members appointed by the President. In the event that the immediate Past President is not an active member of the Society, then the President shall appoint as Elections Committee Chairman, a member of the Society, who has previously served as the Society President, or if this is not possible, another member of the Society in good standing.
- 5.7** The Election Committee will present at the meeting immediately preceding the Annual General Meeting, a slate of candidates who are members in good standing of the Society.
- 5.8** The Election Committee will cause, prior to the annual general meeting of the Society, the circulation of the names of the candidates seeking the positions of Society Officers. This circulation of candidates' names will be by Society Bulletin or newsletter.
- 5.9** The elections will be conducted in the following order:
- (a) President
  - (b) Vice President
  - (c) Secretary
  - (d) Treasurer
  - (e) Directors
- 5.10** Prior to the election of each officer, the Election Committee chairman will call three times for nominations from the floor. Nominations from the floor must be made by a member in good standing and seconded by a member in good standing. The nominee must signify their acceptance of the nomination prior to his or her name being allowed to stand. In the event that the person so

nominated is not present at the annual general meeting, his or her written acceptance must be presented to the Election chairman prior to their name being allowed to stand.

**5.11** A person who's nomination has been accepted for an elected position and who is unsuccessful in that election bid, shall have the opportunity of letting their name stand for any subsequent elected position.

**5.12** Elections will be by secret ballot. A simple majority must be attained to be elected to any office. In the event that there are more than two candidates for any office and a simple majority is not attained on the first ballot, the candidate's name with the least number of votes will be dropped from the next ballot.

**5.13** In the event that after calling for nominations from the floor, there is still only one candidate for a position of Society officer, the nominating Chairman shall declare that person elected by acclamation.

**5.14** If, in the event of a ballot on which there are only two candidates' names, there is a tie vote, another ballot will be conducted during which the ballot cast by the Society President, or in his absence, Chairman of the annual general meeting, shall be set aside and counted only in the event there is still a tie vote.

**5.15** In the event a special election is required to fill a vacancy on the executive as per paragraph 5.5, the rules as per paragraphs 5.7 and 5.8 need not be applied.

**5.16** At the completion of the election, the ballots shall be destroyed.

## **Part 6 – Borrowing and Financial Powers**

**6.1** The Executive may borrow in the name of the Society such amount or amounts as may be specifically authorized by Extraordinary Resolution from time to time by members in general or special meetings.

**6.2** Contracts in the ordinary course of the Society's operations may be entered into on behalf of the Society by the President and Treasurer or any person authorized by the Executive Board.

**6.3** All cheques, bills of exchange, or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Society shall be signed by the President and the Treasurer.

**6.4** The Executive will be limited to spending no more than one hundred dollars (\$100.00) over and above that amount which has been approved by the Society in the annual general budget. Expenditures over this amount must first be placed before the membership for their consideration. **(Added May 1986)**

**6.5** The Executive will place before the membership, no later than the second meeting following the summer recess, a budget to cover the proposed receipts and expenditures for the ensuing year. The membership will have the right to change, accept or reject any or all parts of this budget. **(Added May 1986)**

## **Part 7 – Duties of Officers**

**7.1** The President shall:

- (a) preside at all meetings of the Society and of the directors,
- (b) be the chief executive officer of the Society and shall supervise the other officers in the execution of their duties.

**7.2** The Vice President shall carry out the duties of the President during his absence.

**7.3** The Secretary shall:

- (a) conduct the correspondence of the Society,
- (b) issue notices of meetings of the Society and directors,
- (c) keep minutes of all meetings of the Society and directors,
- (d) have custody of all records and documents of the Society except those required to be kept by the treasurer,
- (e) have custody of the common seal of the Society, and
- (f) maintain the register of members.

**7.4** The Treasurer shall:

- (a) keep the financial records, including books of account, necessary to comply with the Society Act, and
- (b) render financial statements to the directors, members and others when required.

**7.5** The Past President shall:

- (a) advise and counsel the executive as required, and
- (b) preside as Chairman of the Election Committee as referred to in Paragraph 5.6 of these by-laws.

**7.6** In the absence of the Secretary from a meeting, the directors shall appoint another person to act as secretary at the meeting.

## **Part 8 – Licenses**

**8.1** All licences or permits of any kind or nature whatsoever required by the Society to fulfill its objects shall be applied for and registered in the name of the President of the Society, or a member of the Society designated by the President of the Society, and shall be kept in the custody of the President of the Society or in the custody of the member of the Society designated by the President of the Society.

## **Part 9 – Seal**

**9.1** The common seal of the Society shall be kept in the custody of the Secretary and shall be affixed to any instrument upon authorization of the Executive of the Society, and shall be affixed in the presence of or be attested by the signatures of the President and the Treasurer.

## **Part 10 – Audit**

**10.1** The books and accounts of the Society may be audited once yearly at the request of the President or at the request of any member in good standing of the Society.

## **Part 11 – Books and Records**

**11.1** The Society shall keep and maintain all necessary and adequate minutes and records of all meetings of the Society and the books and records of the Society may be inspected by any member at any time convenient to both the member and the officer responsible for keeping such books and records.

## **Part 12 - Dissolution of the Society**

**12.1** Upon dissolution of the Society, all unused gaming funds and assets purchased with gaming funds must be transferred to the Minister of Finance, or if those assets are not in a form that can be easily transferred to the Minister of Finance, then to another eligible organization within British Columbia. This is a previously alterable provision.

**12.2** Upon dissolution of the Society, the assets of the Society shall be distributed as follows:

(a) Pay all sums of money properly required to be paid on account of all services, supplies and assessments pertaining to, or for the benefit of, the Society.

(b) As determined by the members of the Society at the time of dissolution, the remaining monies and assets of the Society shall be turned over to another charitable organization operating within the City of Kamloops and which is a registered British Columbia Society. This is a previously unalterable provision.