

VANCOUVER YUKONERS' ASSOCIATION

BC Incorporation Number: S0035265 Business Number: 85215 3709 BC0001

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CONSTITUTION

The name of the Society is VANCOUVER YUKONERS' ASSOCIATION

1. The purpose of the society is to foster and perpetuate among the membership, the spirit of good fellowship and loyalty between those persons who (have) live(d) in and/or are descendants or spouses of persons from the Yukon, Alaska and/or from north of latitude 56 in British Columbia.

This society is a member-funded society. It is funded primarily by its members to carry on activities for the benefit of its members. On its liquidation or dissolution, this society may distribute its money and other property to its members.

BYLAWS

Here set forth, in numbered clauses, the bylaws providing for the matters referred to in section 11 of the *Society Act* and any other bylaws.

Part 1 — *Definitions*

1. (1) In these bylaws, unless the context otherwise requires,
 - (a) “**directors**” means those persons duly elected from time to time to the Executive Committee of the Association;
 - (b) “**Society Act**” means the *Society Act* of the Province of British Columbia from time to time in force and all amendments to it;
 - (c) “**registered address**” of a member means his address as recorded in the register of members;(2) The definitions in the *Society Act* on the date these bylaws become effective apply to these bylaws.

Part 2 — *Membership*

2. The members of the Association are the applicants for incorporation in a society, and those persons who subsequently have become members, in accordance with these bylaws and, in either case have not ceased to be members.
3. There will be four classes of memberships,
 - (a) **Annual**,
 - (b) **Lifetime**,
 - (c) **Honorary**, and
 - (d) **Honorary Lifetime**.
4. Any person who supports and complies with the *Objects of the Association*, may apply to the Executive Committee for membership in the Association as an **Annual Member** and on acceptance by the Executive Committee shall be a member.
5. **Lifetime Members** may be accepted by the Association on the approval of the Executive Committee and two thirds majority at a General Meeting of the Association. **Lifetime Members** will pay a premium for membership which reflects their wish for preserving the longevity of the Association. Membership funds so received will be invested to provide the Association with a legacy, which could be used in the event of emergencies. This fund along with the accrued value of investments may not be drawn down any more than eight percent in any year except with consent given by the membership at an Annual General Meeting.
6. **Honorary Members** may be admitted to the Association on the recommendation of the Executive Committee and two thirds majority at a General meeting of the Association.
7. **Honorary Lifetime Members** may be admitted to the Association on the recommendation of the Executive Committee and two thirds majority at a General meeting of the Association and provided only that the member has provided exceptional service to the Association.
8. Every member shall uphold the constitution and comply with these bylaws.
9. A person shall cease to be a member of the Association,

- (a) by delivering his resignation in writing to the secretary of the Association or by mailing or delivering it to the address of the Association;
- (b) on that person's death; or
- (c) on having been a member not in good standing for six consecutive months.

Part 3 — **Dues**

- 10. Dues for **Annual Members** shall be \$15.00 per person, or such amount to be decided by a simple majority at a General meeting of the Association.
- 11. The dues for a **Lifetime Member** will be twenty times the annual membership fee and will only be paid once.
- 12. **Honorary Members** and **Honorary Lifetime Members** are not required to pay annual dues.
- 13. Dues will be payable in advance prior to the Association's fiscal year, beginning the first day of January each year.
- 14. No member shall be considered in good standing if more than three months in arrears respecting dues, and shall not be entitled to privileges accorded by the Association including but not limited to voting on any matter.

Part 4 — **Executive Committee & Officers**

- 15. The Association shall be managed by an **Executive Committee** which shall consist of ten (10) directors (inclusive of the previous two (2) past presidents), elected at the Annual General Meeting.
- 16. The **Executive Committee** shall elect from its directors, each for a term of two years, four (4) **Officers** for the Association,
- 17. The **Officers** shall be:
 - (a) **President**,
 - (b) **Vice-President**,
 - (c) **Secretary**, and
 - (d) **Treasurer**with the offices of **President** and **Vice-President** being elected in even numbered years and the offices of **Secretary** and **Treasurer** in odd numbered years. In the event that any **officer** is incapable of undertaking his/her duties, the **Executive Committee** shall elect a replacement from the directors.
- 18. The previous two Association **Past-Presidents** shall be ex-officio members of the **Executive Committee**.
- 19. Remuneration shall not be paid to any **Officer** and/or director of the **Executive Committee**, provided however, that the Association may grant an honorarium or presentation in appreciation for services rendered to the Association. Assignment of an honorarium or presentation will be on a two thirds majority vote at a General Meeting of the Association.
- 20. The members may by special resolution remove a director before the expiration of his/her term of office, and may elect a successor to complete the term of office.

Part 5 — **Duties of Officers & Executive Committee**

- 21. The **Executive Committee** shall have power to perform and carry to completion work entrusted to them at the Annual General Meeting or any General Meeting; to fill any vacancies arising during the year; to enact rules and regulations governing the business of the Association; to enter into contracts; or perform any other acts authorized by the Constitution and By-laws which may be legally entered into; such contracts or acts being binding upon the Association; to exercise control over raising and expenditure of funds for the purpose of carrying out the objects of the Association; and to invest surplus funds in securities in which trustees are authorized by law to invest.
- 22. The **Executive Committee** shall meet when deemed necessary to carry on the business of the Association.
- 23. The **President** is the chief executive officer of the Association and shall supervise the other **Officers** in execution of their duties.
- 24. The **President** or, failing him, **Vice-President** shall preside at all meetings of the Executive Committee and/or the Association. The **Vice-President** shall be chairperson of the nominating committee and provide the **Annual General Meeting** with a slate of candidates for the **Executive Committee**.

25. The **Secretary** shall :
- (a) keep the correspondence of the Association;
 - (b) issue notice of meetings of the Association and the **Executive Committee**;
 - (c) keep minutes of all meetings of the Association and of the **Executive Committee**;
 - (d) have custody of all records and documents of the Association except those required to be kept by the Treasurer;
 - (e) and maintain the register of members.
26. 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 **Annual General Meeting**, the **Executive Committee**, members and others when required.
 - (c) undertake payment of accounts, collect monies owed and make bank deposits.
27. In the absence of the **Secretary** from a meeting, the **President** shall appoint, from within the **Executive Committee**, another person to act as secretary for the meeting.

Part 6 — **Expenditures, Disbursements & Investments**

28. Any or all monies invested by the Association shall be done at the will and by the direction of the **Executive Committee**. Any charges, expenses or outlay incidental thereto or which are legally incurred in carrying out these directions shall be submitted to the **Executive Committee** for authorization of payment for sums exceeding \$500.00 (five hundred dollars); lesser sums expended for same may be authorized by the collective approval of the four (4) officers.
29. No monies shall be expended on any goods or other commitments save incidental office requirements without the sanction of the **Executive Committee** for sums exceeding \$500.00 (five hundred dollars) or the collective agreement of three fourths of the **Officers** for expenditures less than \$500.00 (five hundred dollars).
30. All accounts approved for payment by the **Executive Committee**, shall be handed to the **Treasurer** for payment. The **Treasurer** shall make all payments by cheque, signed by the **Treasurer** and counter signed by either the **President** or **Secretary**.
31. No member shall have the power to legally bind or commit the Association in any manner whatsoever without first obtaining written permission of, or being delegated by the **Executive Committee**.
32. No debenture shall be issued without the sanction of a special resolution.
33. The members may by special resolution restrict the borrowing powers of the **Executive Committee**, but a restriction so imposed expires at the next annual general meeting.

Part 7 — **Meetings of Members**

34. **General Meetings** of the Association shall be held at the time and place that the Executive Committee decide.
35. Every **General Meeting**, other than the **Annual General Meeting**, is an extraordinary general meeting.
36. Notice of an **Annual General Meeting** or **General Meeting** shall specify the place, day and hour of meeting, and in case of special business, the general nature of that business.
37. 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.
38. A quorum for an **Annual General Meeting** or **General Meeting** shall be fourteen (14) members.
39. The **Annual General Meeting** of the Association shall 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 in every calendar year and not more than 15 months after holding the last preceding Annual General Meeting.

Part 8 — **Proceedings at General & Annual General Meetings**

40. The business transacted at an **Annual General Meeting** shall include:
- (a) Minutes of preceding meeting;
 - (b) consideration of the financial statements;
 - (c) the report of the reviewers;

- (d) the report of the Executive Committee;
- (e) and /or business which is brought under consideration by the report of the Executive Committee issued with the notice convening the meeting.
- (f) Unfinished business;
- (g) New Business;
- (h) the election of the Executive Committee;
- (i) appointment or election of reviewers.

- 41. The business transacted at a **General Meeting** shall include all other Association business which may from time to time be transacted for the benefit of Association, and where the Executive Committee seeks the input of the membership for any reason whatsoever.
- 42. Robert's Rules of Order shall govern all matters of procedure not specifically covered by these bylaws or the *Society Act*.

Part 9 — **Meetings of the Executive Committee**

- 43. The **Executive Committee** may meet together at the places they see fit to dispatch business, adjourn and otherwise regulate their meetings.
- 44. The quorum necessary for the **Executive Committee** to transact business shall be (5) five, of which three (3) must be **Officers**.
- 45. A resolution in writing, signed by all the Executive Committee and placed with the minutes of the Executive Committee is as valid and effective as if regularly passed at a meeting of Executive Committee.

Part 10 — **Voting**

- 46. Only **Annual, Lifetime, and Honorary Lifetime Members** may vote on any subject at General Meetings and Annual General Meetings of the Association.
- 47. Ex-officio members of the Executive Committee may vote at Executive Committee meetings.
- 48. Voting at General Meetings, Annual General Meetings and Executive Committee meetings shall be by a show of hands except when voting for members serving on the Executive Committee or as Officers of the Association when the Executive Committee and /or the Officers have not been selected by acclamation, otherwise secret ballot shall be used.
- 49. Voting by proxy is not permitted.

Part 11 — **Audit of Books**

- 50. At the Annual General Meeting the Association two reviewers shall be appointed; who may be members of the Association but may not be on the Executive Committee or an Officer of the Association, nor may they be the immediate family of a member of the Executive Committee or Officer of the Association.
- 51. The books of the Association shall be presented for review at the end of each financial year and the reviewers shall review them for purposes of preparing a report to be read to the Association membership at the Annual General Meeting.
- 52. No employee of the Association may be reviewer.
- 53. The reviewers may attend General Meetings.

Part 12 — **Amendment of Constitution & Bylaws**

- 54. The **Constitution and Bylaws** of the Association may be amended after notice in writing of such proposed amendment has been sent to each member of the Association in good standing at least fourteen (14) days before the meeting convened to consider such proposed amendment.
- 55. Any amendment to the **Constitution and Bylaws** shall require a special resolution passed by the Association.

Part 13 — **Dissolution of Association**

- 56. In the event of dissolution of the Association, all assets (including the assets in the Vancouver Yukoners' Association Scholarship Fund), after payment of liabilities, will be transferred to the **Yukon Foundation**, Whitehorse, Yukon, in the name of the **Vancouver Yukoners' Association** for the benefit of all Yukoners.