

Constitution and Bylaws

March 2018



New Horizons Society

Hornby Island, British Columbia

CONSTITUTION:

1 NAME

- 1.1 Hornby Island New Horizons Society.

2 PURPOSES

- 2.1 To promote and encourage a meaningful program of social, educational, creative and physical activities and to provide an opportunity for members to share their life experience with the community at large.
- 2.2 To acquire, own and maintain suitable and adequate premises for the operation of the foregoing activities and future improvements.
- 2.3 To explore and carry out suitable ways and means of raising funds to achieve the financing of the total operation.
- 2.4 To provide support for the Vancouver Island Regional Library service for the Hornby Island community and provide a leased space for the Library for as long as required.

2.5 To provide support for and to house the HORNBY ISLAND COMMUNITY ARCHIVES

BYLAWS:

3 DEFINITIONS

3.1 In these Bylaws:

- 3.1.1 "Act" means the Societies Act of British Columbia, November 28, 2016, as amended from time to time.
- 3.1.2 "Board" means the directors of the Society.
- 3.1.3 "Bylaws" means these Bylaws as altered from time to time.
- 3.1.4 "Good Standing" means a member must have paid for their membership fee to participate in activities offered by Hornby Island New Horizons Society and have abided by the rules and regulations of the Society.
- 3.1.5 "Right to Vote" means a member in good standing, having paid their membership fee 60 days prior to a meeting, will be granted voting rights.
- 3.1.6 "Written Notice" means notice given by mail or by other means of communication including email or other electronic means.

3.2 The definitions in the Act apply to these Bylaws.

3.3 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.

4 LOCATION

- 4.1 The operations of the Society are to be conducted chiefly on Hornby Island. The Hornby Island New Horizons Society Centre is located at 1765 Sollans Road, Hornby Island, BC, V0R 1Z0.

5 NON-PROFIT SOCIETY

- 5.1 The Society shall be carried on without purpose of gain for its members. Any profits or other accretions to the Society shall be used for promoting its objectives.
- 5.2 The Society shall be a non-profit charitable organization and in the event of winding-up or dissolution of the Society, any money or assets shall be given or transferred to such organizations concerned with similar objectives as this society at the time of dissolution; failing such determination such assets shall be distributed to a recognized Canadian charitable organization situated in British Columbia.
- 5.3 Clauses 1 and 2 are unalterable in accordance with section 17 of the Societies Act. The Society was registered as a Charitable Organization by Revenue Canada, December 6, 1977. Taxation registry number is 0515232-50. The Society is registered under the Societies Act of British Columbia under the number 13601.

6 MEMBERSHIP

- 6.1 Any person fifty years of age and over may become a member of the Society upon payment of such fees or annual dues as may be fixed by the Directors of the Society.
- 6.2 The Board of Directors shall determine the day of each year when membership fees are due. Membership fees are currently due October 1st of each year.
- 6.3 Membership currently runs from October 1st through September 30 of the next year.
- 6.4 Every member in good standing, shall have the right to participate in and receive the services of the Society according to the rules and regulations of the Society as may be defined from time to time by the Directors.

6.5 Every person using the facilities of the New Horizons Centre shall agree to abide by the house rules set down from time to time by the Directors. Such rules shall be for the safety and maintenance of the buildings and to protect the interests of the members and users of the premises. These premises shall be maintained in such a way that handicapped persons may have easy access to the facilities and be encouraged to use and enjoy them.

7 LOSS OF MEMBERSHIP

- 7.1 Membership in the Society shall cease when annual dues have not been paid for the current year. A member may be reinstated upon payment of the annual dues, payable at the time of reinstatement.
- 7.2 A member may be expelled from the Society for non-payment of dues, or for failure to abide by the rules and regulations of the Society.

8 MEETINGS

- 8.1 The Annual General Meeting of the Society shall be held during the month of May, the date to be selected by the Directors. The members may propose that a particular issue be added to the agenda of any general meeting by making a proposal that has received the signatures of 5% of voting members. Proposal must be expressed in 200 words or less and received at least 7 days before notice of meeting is sent. Unless a similar proposal was addressed in a general meeting within the previous two years, the directors are bound to add it to the agenda.
- 8.2 Written notice shall be given not less than fourteen days before an Annual General Meeting of the society. Notices shall be posted on public notice forums on Hornby Island and at the New Horizons Centre.
- 8.3 Every member in good standing for a minimum of 60 days shall have the right to vote at all meetings of the Society, but no member shall have the right to be represented by proxy.
- 8.4 The quorum for transactions of business at annual general meetings or general meetings of the Society shall be ten (10) voting members in good standing.

- 8.5 A special general meeting of the members of the Society shall be held when requested in writing with signatures of not less than 10% of voting members in good standing A requisition must state required business in 200 words or less and must be sent to each director listed. If the Board receives a valid requisition, within 21 days of receipt board must issue call for meeting, to be held within 60 days or members can call the meeting themselves. The society must reimburse requisitionists for costs unless meeting resolves otherwise.
- 8.6 A general meeting may be called by a majority of the directors to vote on a particular issue, including for required financial approvals and bylaw changes.

9 DIRECTORS AND OFFICERS

- 9.1 The affairs of the Society shall be managed by no fewer than nine and no more than twelve Directors, each of whom shall be a voting member in good standing of the Society.
- 9.2 The Directors of the Society shall be the subscribers to this Constitution and these By-Laws.
- 9.3 A person elected or appointed as director must either give written consent to be a director or be present at a meeting where he or she is elected as director and not refuse to be a director.
- 9.4 The Directors shall be elected at the Annual General Meeting of the Society, each Director to hold office for a term of three years, or until his or her successor has been elected and can take office. The Directors and Officers elected at the Annual General Meeting shall commence their duties on June 1.
- 9.5 One third of the Directors shall be elected at each Annual General Meeting.
- 9.6 The membership of New Horizons will elect the members of the Board at the Annual General Meeting. The newly elected Board will convene and appoint the executive and committee chairs.

- 9.7 The duties of the officers shall be normal for the position they hold, but neither they nor the other Directors shall receive remuneration from the Society, nor shall they profit or otherwise benefit financially from the activities or any transaction of the Society. Three of the Officers shall be designated as signing officers, any two of whom may jointly sign cheques, etc.
- 9.8 The quorum for the transaction of business at the meetings of the Board shall be not less than half the total number of Directors.
- 9.9 The Directors shall have the authority to fill any vacancy of the Board by appointing a member of the Society to act as a Director until the next Annual General Meeting of the Society.
- 9.10 The Board of Directors shall meet at least six times during each calendar year. Additional Director meetings may be held at the request of a majority of directors.
- 9.11 The Board of Directors may engage staff as may be required and determine the remuneration and conditions of work of such employees.
- 9.12 A Director or Officer may be removed from office when, in the opinion of the Board, that Director or Officer has: failed to carry out the duties of office to the satisfaction of the Board; or has acted in a manner unworthy of the trust placed in the member of the Board by the Society; or has been absent from three consecutive board meetings.
- 9.13 A director can resign by giving his or her written resignation to the society.

10 NOMINATING COMMITTEE

- 10.1 At its last regular meeting in each calendar year the Board of Directors shall appoint a Nominating Committee comprising three (3) members of the Society, one of whom shall be designated as Chair; not more than two (2) may be directors.
- 10.2 It shall be the duty of the Nominating Committee to select candidates for the Board of Directors and to obtain a written undertaking of acceptance if elected by the Annual General meeting.

10.3 The Chair of the Nominating Committee shall submit to the Secretary of the Society, not later than the last day of April, the report of the Committee listing all candidates for election to the Board.

10.4 A copy of the report of the Nominating Committee shall be posted together with the notice of the Annual General Meeting.

11 EXECUTIVE COMMITTEE

11.1 The Officers of the Society shall comprise the Executive Committee of the Society.

11.2 It shall be the responsibility of the Executive Committee to deal with matters pertaining to the affairs of the Society in the intervals between meetings of the Board of Directors.

12 COMMITTEES

12.1 The Board of Directors shall appoint such Committees as may be necessary to further the objectives of the Society or to carry out specific tasks assigned by the Board.

12.2 Generally, Committee Chairs shall be selected from among the Directors, but the Board may make exceptions to this rule at its discretion.

12.3 The Board defines the duties of each Committee at the time of its appointment, specifies when a Committee report should be received, and when a committee should be disbanded.

12.4 The Chair of each Committee shall present a report at the Annual General Meeting.

13 COMMITTEES

13.1 The power to borrow or invest money may be made by the Board of Directors only after its recommendations for such actions have been approved by the members at a general meeting.

13.2 The power of the Board of Directors to authorize expenditures for any one project shall be limited to Three Thousand Five Hundred dollars (\$3,500.00), except in the case of an emergency affecting Health and Safety. Larger expenditures required for a particular non-emergency project shall be submitted to members of the society for approval at any General Meeting.

14 AUDIT OF ACCOUNTS

14.1 An annual financial statement shall be submitted to the members of the Society at every Annual General Meeting.

14.2 An interim financial statement shall be submitted at a General Meeting when such a statement is required for the purpose of the meeting.

14.3 Financial statements audited by a person or persons appointed by the members of the Society shall be read at each Annual General Meeting.

15 FISCAL YEAR

15.1 The fiscal year of the Society shall be from the first day of April to the thirty-first day of March (April 1 to March 31) each year.

16 ALTERATION OF BY-LAWS

16.1 A By-Law may be altered or deleted by a special resolution at a General Meeting. A special resolution shall be passed by a majority of no less than 75% of the members at the meeting. Written notice shall be given not less than fourteen days before the meeting. Notices shall be posted on public notice forums on Hornby Island and at the New Horizons Centre.

17 MINUTES AND RECORDS

17.1 Preparation and custody of the minutes of the Society, and of the Board of Directors shall be the responsibility of the Secretary.

17.2 Preparation and custody of financial statements shall be the responsibility of the Treasurer.

17.3 Preparation of records pertaining to the particular activities of the Society shall be the responsibility of the designated Directors, but such records shall be held in the custody of the Secretary.

17.4 Copies of all correspondence pertaining to the activities of the Society shall be supplied to the Secretary for filing.

18 INSPECTIONS OF BOOKS AND RECORDS

18.1 The books and records of the Society may be inspected by members at:

- a. The Annual General Meeting
- b. Special General Meetings
- c. Any other time by appointment with the Secretary or Treasurer as appropriate in accordance with Section 16.
- d. Directors may restrict members to access the register of members if access would be harmful to the Society or to a member.

19 SEAL OF THE SOCIETY

19.1 The Seal of the Society shall be in the secure custody of the New Horizons Centre, location known by the executive directors. Its use shall be determined by the Directors.

20 FIRST SUBSCRIBERS

20.1 As required by the Societies Act of B.C. 1977, the first subscribers were:

- e. Hilary Brown
- f. Jean Parnell
- g. Constance Wyndham
- h. David Gerow
- i. Lincoln Painter



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**NEW HORIZONS SOCIETY
SOLLANS ROAD, HORNBY ISLAND BC
V0R 1Z0**

www.hornbynewhorizons.com