



Delta Riding Club

Bylaws and Constitution Effective Oct 7, 2017, Filed March 12, 2018

Constitution

1. The name of the society is "DELTA RIDING CLUB".
2. The object of the society is:
 - a) To foster an interest in horseback riding and equestrian activities, in the province of British Columbia.
 - b) To co-operate with any other society or association, whether incorporated or not, whose objects are in whole or part similar to the objects of this society.
 - c) To hold public exhibitions and shows for the purpose of furthering the objects of the Society and to offer and grant prizes, rewards or honorariums of such character and on such terms as the directors may deem appropriate.
 - d) To acquire and take by purchase, donation, devise or otherwise, all kinds of real estate and personal property and to sell, exchange, mortgage, lease, let, improve and develop the same and erect and maintain any necessary buildings.

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

Application for Membership:

2.1 Membership in the Society shall be open to applicants who indicate an interest in the purpose of the club. Prospective members must complete a Membership Application Form and pay the prescribed fee. There shall be two types of Membership: Voting Members and Non-Voting Members. Sub-classifications of membership are to be defined by the board and published in the Operations & Policies handbook.

a) Voting members are individuals, 19 years of age or older, who pay the prescribed annual membership fees due the first day of January of each year. Each Membership is entitled to one vote. In the case of a Membership in which two or more eligible members hold a joint membership, only one member may vote. A new member, to be eligible to vote at the Annual General Meeting, must be a paid up member for 90 days prior to the Annual General Meeting.

b) Non-voting members are those 18 years of age or younger as of January 1 of the membership year.

Duties of Members

2.2 Every member must uphold the constitution of the Society and must comply with these Bylaws and the policies of the society. A copy of these bylaws will be available to every member and prospective member.

Membership Dues

2.3 Members of the society shall pay an annual minimum fee or subscription, which will be determined by the Board. Any member may resign or withdraw from the Society at any time by notifying the Secretary in writing, providing that no fees or dues are outstanding.

Member not in good standing

2.4 A member is not in good standing if the member fails to pay the member's annual membership dues and the member is not in good standing for so long as those dues remain unpaid.

Member not in good standing may not vote

2.5 A voting member who is not in good standing

- a) May not vote at a general meeting, and
- b) is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members.

Suspension or Expulsion of a member

2.6 A member may be removed from the society if they fail to comply with the policies, bylaws, objectives, or rules of the club.

PART 3- GENERAL MEETINGS OF MEMBERS

Time and place of general meeting

3.1 A general meeting of the society must be held at the time and place the Board determines. Notice of meetings will be sent to members via email or mail at least 7 days prior to the meeting.

Ordinary business at a general meeting

3.2 At a general meeting, the following business is ordinary business:

- a) adoption of rules of order;
- b) consideration of any financial statements of the Society presented to the meeting;
- c) consideration of the reports, if any, of the directors or auditor
- d) election or appointment of directors;
- e) appointment of auditor, if any;
- f) business arising out of a report of the directors not requiring the passing of a special resolution.

Notice of special business

3.3 A notice of a general meeting must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.

Chair of general meeting

3.4 The following individual is entitled to preside as the chair of a general meeting:

a) the individual, if any, appointed by the board to preside as the chair;

b) if the Board has not appointed an individual to preside as the chair of the individual appointed by the Board is unable to preside as the chair,

i) the president

ii) the vice-president, if the president is unable to preside the
chair, or

iii) one of the other directors present at the meeting, if both the president and vice-president are unable to preside as the chair.

Alternate chair of general meeting

3.5 If there is no individual entitled under these Bylaws who is able to preside as the chair of a general meeting within 15 minutes from the time set for holding the meeting, the voting members who are present must elect an individual present at the meeting to preside as the chair.

Quorum for general meetings

3.6 A quorum will be 5 voting members for general meetings.

Lack of quorum at commencement of meeting

3.7 If, within 30 minutes from the time set for holding a general meeting, a quorum of members is not present,

a) in the case of a meeting convened on the requisition of members, the meeting is terminated, and

b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place, and if, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for

holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting.

If quorum ceases to be present

3.8 If, at any time during a general meeting, there ceases to be a quorum of voting members present, business then in progress must be suspended until there is quorum present or until the meeting is adjourned or terminated.

Adjournments by chair

3.9 The chair of a general meeting may, or, if so directed by the voting members at the meeting, must, adjourn the meeting from time to time and from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.

Notice of continuation of adjourned general meeting

3.10 It is not necessary to give notice of a continuation of an adjourned general meeting of the business to be transacted at a continuation of an adjourned general meeting except that, when a general meeting is adjourned for 30 days or more, notice of the continuation of the adjourned meeting must be given.

Methods of voting

3.11 At a general meeting, voting must be by a show of hands, an oral vote, or another method that adequately discloses the intention of the voting members, except that if, before or after such a vote, 2 or more voting members request a secret ballot or a secret ballot is directed by the chair of the meeting, voting must be by secret ballot.

Proxy voting

3.12 No member may vote by proxy for a member not present at any meeting or otherwise absent.

PART 4- DIRECTORS

Number of directors on Board

4.1 The Board of Directors shall consist of no less than five (5) nor more than fourteen (14) members of whom five (5) will constitute quorum.

Eligibility of directors

4.2 Any eligible members of the Society in good standing shall be eligible to be elected as a director or member of the Board providing they have been a member in good standing for at least 90 days prior to the Annual General Meeting.

4.3 The board may, on a case by case basis, extend a grace period to directors so long as they are actively participating and fulfilling their responsibilities.

Election or Appointment of Directors

4.4 At each annual general meeting, the voting members entitled to vote for the election or appointment of directors must elect or appoint the Board.

Directors may fill casual vacancy on Board

4.5 The Board may, at any time, appoint a member as a director to fill a vacancy that arises on the Board as a result of the resignation, death, or incapacity of a director during the director's term of office.

Term of appointment of director filling casual vacancy

4.6 A director appointed by the Board to fill a vacancy ceases to be a director at the end of the unexpired portion of the term of office of the individual whose departure from office created the vacancy.

PART 5- DIRECTORS' MEETINGS

Calling a directors' meeting

5.1 A directors' meeting may be called by the president or by any 2 other directors.

Notice of a directors' meeting

5.2 At least 2 days' notice of a directors' meeting must be given unless all the directors agree to a shorter notice period.

Proceedings valid despite omission to give notice

5.3 The accidental omission to give notice of a director's meeting to a director, or the non-receipt of a notice by a director, does not invalidate proceedings at the meeting.

Conduct of directors' meetings

5.4 The directors may regulate their meetings and proceedings as they think fit.

PART 6- BOARD POSITIONS

Election or appointment of Board positions

6.1 Directors must be elected or appointed to the following Board positions, and a director, other than the president, may hold more than one position:

- a) president;
- b) vice-president;
- c) secretary
- d) treasurer.

Eligibility for election or appointment to the Board

6.2 Any eligible members of the Society in good standing shall be eligible to be elected as a director or member of the Board providing they have been a member in good standing for at least 90 days prior to the Annual General Meeting.

6.3 Should any member of the Board fail to attend three director's meetings per calendar year without reasonable excuse, the Board shall have the power to appoint a qualified member to act in their place until the next AGM, at which time the position will be open for nomination and election.

Length of term for Board positions

6.4 The president and Vice President shall be elected annually. The balance of the Board and directors, including the Secretary and Treasurer, shall serve for a term of two years, or until their successor is duly elected and qualified. The Director's terms shall be staggered. In the case where all directors are to be elected, the three directors with the most votes shall be elected for a two year term and the remainder shall be for a one year term. The Board shall hold office until their term expires unless displaced by a three-fourths majority vote of the board.

Directors at large

6.5 Directors who are elected or appointed to positions on the Board in addition to the positions described in these Bylaws are elected or appointed as directors at large.

Role of president

6.6 The president is the chair of the Board and is responsible for supervising the other directors in the execution of their duties.

Role of vice-president

6.7 The vice-president is the vice-chair of the Board and is responsible for carrying out the duties of the president if the president is unable to act.

Role of secretary

6.8 The secretary is responsible for doing, or making the necessary arrangements for, the following:

- a) issuing notices of general meetings and directors' meetings;
- b) taking minutes of general meetings and directors' meetings;
- c) keeping the records of the Society in accordance with the Act;
- d) conducting the correspondence of the Board;

e) filing the annual report of the Society and making any other filings with the registrar under the Act.

Absence of secretary from a meeting

6.9 In the absence of the secretary from a meeting, the board must appoint another individual to act as a secretary at the meeting.

Role of treasurer

6.10 The treasurer is responsible for doing, or making the necessary arrangements for, the following:

- a) receiving and banking monies collected from the members and other sources;
- b) keeping accounting records in respect of the Society's financial transactions;
- c) preparing the Society's financial statements including those to be presented at the AGM and Director's meetings, and at any time upon request by the President or Vice-President;
- d) making the Society's filings respecting taxes.

PART 7- REMUNERATION OF DIRECTORS AND SIGNING AUTHORITY

Remuneration of directors

7.1 These bylaws do not permit the Society to pay to a director remuneration for being a director, but the Society may, subject to the Act, pay remuneration to a director for services provided by the director to the Society in another capacity.

Signing Authority

7.2 A contract or other record to be signed by the Society must be signed on behalf of the Society

a) by the president, together with one other director,

b) if the president is unable to provide a signature, by the vice-president together with one other director,

c) if the president and vice-president are both unable to provide signatures, by any 2 other directors, or

d) in any case, by one or more individuals authorized by the Board to sign the record on behalf of the Society.

PART 8- OPERATIONS

8.1 The operations of the society are to be chiefly carried on in the Municipality of Delta, in the Province of British Columbia.