



Bylaws of Veteran Officers Club, British Columbia, Canada

(Foster and celebrate esprit de corps among Veteran Officers and Families residing in British Columbia)

Part 1 — Definitions and Interpretation

Definitions

1.1 In these Bylaws:

1. Act: Means the Societies Act of British Columbia as amended from time to time.
2. Board: The Board of Directors of this club.
3. Bylaws: The bylaws of this club as altered from time to time.
4. Director: A member of this club's Board of Directors.
5. Member: A member, other than an honorary member, of this club.
6. Veteran Officer: Veteran Commissioned Officer of Defense Services.
7. Family or Families: Spouses of Veteran Officers, their children and their spouses, grand children of Veteran Officers.
8. Spouse: Spouse or Partner.
9. Military Brats or Brats/Grand Brats: Children/Grand Children of Veteran officers.
10. Club: Veteran Officers Club.
11. Club Year: The twelve-month period which begins on 1 January.

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 - Membership

Qualification and Kinds of Membership

2.1 This club shall be composed of Indian Defense Forces Veteran Officers and their Spouses, Brats and their Spouses and Grand Brats in British Columbia and adjoining regions.

2.2 This club shall have two kinds of membership, namely: active and honorary.

2.3 Active Membership as given at Section 2.1 of this Article.

2.4 Honorary Membership.

(a) All honorary memberships will be approved by the Board after due process and will be operative till the end of a Club Year. Their honorary membership may be extended for a subsequent Club Year if approved by the Board.

(b) Serving and Veteran officers of Canadian Armed Forces and distinguished persons of different fields will be eligible for consideration.

(c) Honorary members will not be required to pay membership fees but may attend meetings with their families. Honorary members will not have voting rights.

Application for membership

2.5 A person may apply to the Board for membership in the Club, and the person becomes a member on the Board's acceptance of the application.

Duties of members

2.6 Every member must uphold the constitution of the Society and must comply with these Bylaws.

Amount of membership dues

2.7 Membership Fee refundable when one leaves the club:

(a) For Veteran Officer + Spouse + Brats below 25 years = \$ 200.

(b) For Brat + Spouse + Grand Brats = \$ 200.

2.8 Annual membership dues will be determined by the Board and will be required to be paid before the start of the Club Year. New members will pay annual dues along with Membership Fee.



Member not in good standing

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

Member not in good standing may not vote

2.10 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.

Termination of membership if member not in good standing

2.11 A person's membership in the Club is terminated if the person is not in good standing for three consecutive months unless the Board grants more time.

Part 3 — General Meetings of Members

Time and place of general meeting

3.1 A general meeting must be held at the time and, if applicable, place the Board determines.

Ordinary business at 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 an 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 President of the Club will chair a general meeting. In his absence, one of the Directors in attendance will preside as the chair.

Quorum required

3.6 Business must not be transacted at a general meeting unless a quorum of voting members is in attendance.

Quorum for general meetings

3.7 The quorum for the transaction of business at a general meeting is 50% of the voting members.

Lack of quorum at commencement of meeting

3.8 If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not in attendance, the meeting is terminated and a fresh date and time is determined.

If quorum ceases to be in attendance

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

Order of business at general meeting

3.12 The order of business at a general meeting is as follows:

- (a) Determine that there is a quorum.
- (b) Approve the agenda.
- (c) Approve the minutes from the last general meeting.
- (d) Deal with unfinished business from the last general meeting.
- (e) If the meeting is an annual general meeting:
 - (i) Receive the directors' report on the financial statements of the Society for the previous financial year, and the auditor's report, if any, on those statements,
 - (ii) Receive any other reports of directors' activities and decisions since the previous annual general meeting.
 - (iii) Elect or appoint directors.
 - (iv) Appoint an auditor, if required.



(f) Deal with new business, including any matters about which notice has been given to the members.

(g) Terminate the meeting.

Methods of voting

3.13 At a general meeting, method of voting must be as determined by the Board by a show of hands, an oral vote or a secret ballot.

Announcement of result

3.14 The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting.

Matters decided at general meeting by ordinary resolution

3.15 A matter to be decided at a general meeting must be decided by ordinary resolution.

Part 4 — Directors

Number of directors on Board

4.1 The Club must have no fewer than 3 and no more than 11 directors.

Election or appointment of directors

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

Part 5 — Directors and Officers of the Board

Governing Body

5.1 The Board of Directors will be the governing body of the Club.

Decision of Board

5.2 The decision of the board in all club matters is final.

Officers of The Board

5.3 The Club officers shall be a President, a Secretary, a Treasurer, all of whom shall be members of the Board. The club officers shall also include a joint secretary and a joint treasurer who will officiate in the absence of the Secretary/Treasurer. They will have voting rights in Board meetings only when the



regular incumbents are absent. In addition there will be a Club Adjutant, though not part of the board, will have important responsibilities.

Election of Officers

5.4 Terms of Officers and Directors. Each officer and Director shall be elected as provided in the bylaws. Each officer shall take office on 1 January immediately following election and shall serve for the term of office for two years or until a successor has been duly elected. The period of the year of incorporation of this club will be in addition to the two years term. If an officer or board member vacates his or her position, the remaining members of the Board will appoint a replacement.

5.5 Term of President. The president shall be elected as provided in the bylaws for a period of two years. The president shall take office on 1 January and shall serve a period of two years or until a successor has been duly elected and qualified. The period of the year of incorporation of this club will be in addition to the two years term. . If the President vacates his or her position, the remaining members of the Board will appoint a replacement.

Duties of Officers

5.5 The President presides at club and board meetings, performs duties as required by these Bylaws, and performs other duties as ordinarily pertain to the office of President.

5.6 A Director attends club and board meetings and shall be responsible for the aspects that they are assigned to.

5.7 The Secretary:

- (a) Keeps membership and attendance records.
- (b) Sends out notices of meetings of the Club, Board and committees.
- (c) Records and preserves the minutes of such meetings.
- (d) Performs such other duties as usually pertain to the office of Secretary.

5.8 Joint Secretary assists the Secretary and officiates in his absence.

5.9 The Treasurer oversees all funds and provides an accounting of them annually and at other times on the request of the Board. He will be responsible for filing tax returns if applicable. The Treasurer will also perform other duties as pertaining to the office of the treasurer. The Treasurer, on retirement from the office, turns over to the incoming Treasurer all funds and books of accounts.

5.10 Joint Treasurer assists the Treasurer and officiates in his absence.

5.11 Club Adjutant will maintain good order at Club meetings and oversee arrangements. He/She will involve himself/herself in all activities and will endeavor to raise morale and happiness levels of members in the club by innovative and imaginative ways. He/She will be responsible in introductions and 'setting the ball rolling' at all events.



Part 6 — Remuneration of Directors and Signing Authority

Remuneration of directors

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

Signing authority

6.2 A contract or other record to be signed on behalf of the Club, must be signed by the President and one other Director/Officer of the Board or by two Directors designated by the President.

Part 7 - Amendments

7.1 These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 10 days before the meeting, having a quorum present for the vote, and having two-thirds of the votes support the change. Changes to these bylaws must be consistent with the Club Constitution and the Act.