

Cowichan Bowmen

Incorporated under the "Societies Act"

Constitution

1. The name of the society is: **Cowichan Bowmen**
2. The objectives of the society is to safely promote, organize, conduct and manage the game of Archery and without limiting the generality of the foregoing to enhance and further the objectives, scope and aims of this Society by promoting and fostering other branches of the sport for the benefit of the community generally.

The Society will not operate a social club. This provision is unalterable.

The operations of the Society shall be carried on within the Province of British Columbia, chiefly in the Cowichan Valley

Cowichan Bowmen

(referred to herein as "the Club")

By-Law #1

Legal Address

The registered office of the Club shall be at the club house, 3044 Doupe Rd, Duncan BC.
Mailing address is PO Box 513, Duncan BC V9L 3X9

By-Law #2

Seal

The seal of the Club shall be a circular disc circumscribing the words "Cowichan Bowmen", an impression of which is shown in the margin hereto. The seal shall be kept in the custody of the duly appointed Secretary or Treasurer of the Club at the registered office of the Club.

The seal shall not be affixed to any deed, instrument, document or any description save by resolution of the Board of Directors and in the presence of the President, Vice-President, and any Director who shall respectively testify by their signatures that the seal was duly affixed in their presence.

By-Law #3

Classification of Membership

The membership of the Club shall consist of Active members, Life members, and Junior members with the rights and privileges herein defined.

A – Active Members

Active members are those persons who have been duly elected to membership according to the By-Laws of the Club and have paid the annual dues.

Active members shall be entitled to all of the privileges of the Club, including eligibility for office and the right to vote.

B – Life Members

Life members are those persons who have been duly elected to this category by the membership at a General Meeting, in recognition of their outstanding contributions to the Club. They shall enjoy all the rights and privileges to which an Active member is entitled.

C- Junior Members

Junior member are those persons under the age of 18 years who have been duly elected according to the By-Laws of the Club and have paid the annual dues. Junior members over the age of 15 shall have the right to vote.

By-Law #4

Annual Dues

The amount of annual dues payable by members in each category shall be fixed by the membership at the Annual General Meeting. Members shall be notified of the amount of such annual dues not later than the last day of November in each year and such annual dues shall be payable by all members not later than the thirty-first day of December.

By-Law #5

Withdrawal From or Loss of Membership

Membership in the Club shall be forfeited on the occurrence of any of the following events:

- a) The failure, neglect or refusal to pay any dues, fines or other legal demand, for thirty (30) days from the date when the same became due and payable, unless the Board of Directors by resolution should grant a further extension not exceeding thirty (30) days.
- b) On the acceptance by the Board of Directors of the written resignation of any person in any classification of membership.
- c) On the expulsion of any person in any classification of membership by a majority vote of the members present at a General Meeting for any act deemed detrimental to the property or safety or stated aims of the Club.

By-Law #6

Forfeiture of Membership

On the withdrawal from or loss of membership, the person in any classification of membership so withdrawing or losing membership shall forfeit all privileges of membership in the Club and all right or claim to any assets of the Club regardless of whether or not the membership fee has been refunded.

In accordance with the provisions of the Societies Act, the Board of Directors may suspend from membership any person in any classification of membership for the breach of any rules of for other just cause for such period of time as the Board of Directors may in its absolute discretion determine.

By Law #7

Board of Directors

The Board of Directors shall consist of a President, Vice-President, Secretary and Treasurer or Secretary-Treasurer and a number of directors to a total not exceeding fifteen (15), nor fewer than nine (9) chosen as herein described. All shall be members in good standing of the Club.

The President, Vice-President, Secretary and Treasurer or Secretary-Treasurer shall be elected for a term from the date of the Annual General Meeting until the date of the following Annual General Meeting and each shall be eligible for re-election to any office in the Club.

Should any vacancy occur in the Board of Directors, the remaining members shall continue to act notwithstanding such vacancy and the acts of such remaining members shall be valid.

A quorum of the Board of Directors shall consist of a majority of the Board of Directors then in office.

By-Law #8

Power of the Board of Directors

The business, discipline and management of the Club shall be vested in the Board of Directors, save and except such powers that are expressly by the "Societies Act" and any amendments thereto.

The Board of Directors shall meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they see fit. Questions decided at such meetings shall be decided by a majority vote. In the event of equality of votes, the President shall have a second or casting vote.

Any four (4) members of the Board of Directors may, and the Secretary shall on the requisition of any such members, summon a meeting of the Board of Directors.

The Board of Directors may delegate any of their powers to committees consisting of members of the Board of Directors as they may deem expedient. Any committee so formed shall in the exercise of powers so delegated, conform to any regulations that may be imposed upon them by the Board of Directors. The Chairman of such committee shall have a second or deciding vote in the event of an equal vote. A committee may meet, adjourn and otherwise regulate their procedures as they shall deem fit.

By-Law #9

President

The President shall preside at all meetings of the Board of Directors and at all meetings of the members of the Club and shall preserve order and shall apply and shall enforce all By-Laws and rules of the Club. They shall approve all accounts, bills, commitments against the Club before payment, acceptance and delivery and countersign cheques and other orders for payment of money by the Club. They shall watch over the assets and records of the Club and perform such other acts and duties as may be incident to their office, and may properly be required of them from time to time by the Board of Directors. They shall call Extraordinary General Meetings of the Club and meetings of the Board of Directors whenever they shall deem necessary, and shall act as an ex-officio member to all committees. They shall sign the minutes of the Board of Directors and the Club. The President may delegate any of their duties as they deem expedient.

By-Law #10

Vice-President

The Vice-President shall assist the President in the discharge of their duties and in the absence or disability of the President, shall act in their stead.

By-Law #11

Secretary

The Secretary shall record minutes of all meetings of the Board of Directors and the Club. They shall attend to all correspondence and ensure that all notices are duly given as required. They shall be responsible for the custody of the seal. They shall see that all statements, certificates, records and reports required by law are properly kept and filed. They shall generally take direction from the President and carry out policies formulated by the Board of Directors as required.

By-Law #12

Treasurer

The Treasurer shall keep books of accounts in accordance with the generally accepted principles of accounting. They shall collect and account for all membership fees and annual dues and keep accurate records thereof. They shall deposit all receipts of cash and cheques for payment of all just liabilities and expenditures of the Club and sign such cheques in the company of either the President or the Vice-President.

By-Law #13

Banking

The bank for the funds of the Club shall be such bank as may from time to time be determined by the Board of Directors.

All payments received shall be deposited in the bank within a reasonable time of their receipt and all disbursements for the payment of accounts shall be made by cheque, draft or money order drawn on the bank. The authority for such payments shall be the signature of those Officers of the Club as authorized by these By-Laws.

By-Law #14

Auditor

In each fiscal year and not less than fourteen (14) days prior to the Annual General Meeting, the Board of Directors shall cause the financial affairs of the Club to be submitted for inspection to auditors or bookkeepers who are elected by the membership. Said auditor or bookkeeper must not be a club member but must have an accounting background.

By-Law #15

Fiscal Year

The fiscal year of the Club shall commence on the first day of November and shall terminate on the thirty-first day of October next following.

By-Law #16

Annual General Meeting

The Annual General Meeting of the Club shall be held once in each calendar year, during the month of November, at such time and place as the Board of Directors shall determine. At no time shall a period of neither less than eleven (11) calendar months, or more than thirteen (13) calendar months separate any two (2) Annual General Meetings.

Order of Business at the Annual General Meeting shall be:

1. Reading of minutes of the last Annual General Meeting
2. Reading of the minutes of all Extraordinary Meetings for the past year
3. Report of the President
4. Report of the Auditor(s)
5. Election of the Board of Directors
6. Election of the Auditor(s)
7. Other business
8. Adjournment

By-Law #17

Extraordinary General Meetings

All Extraordinary General Meetings of the members of the Club having a right to vote, other than the Annual General Meeting shall be Extraordinary General Meetings and shall be called by the President or as otherwise provided in the By-Laws and shall be held at a place designated by the Board of Directors.

An Extraordinary General Meeting may be called on the written requisition signed by not fewer than 10% of the total membership of the Club having the right to vote, addressed to the President and stating therein the general nature or the business to be transacted.

Order of Business at an Extraordinary General Meeting shall be:

1. Reading of the minutes of the last Extraordinary General Meeting.
2. Business for which the meeting was called.
3. Election of members to vacancies in the Board of Directors, if any.
4. Adjournment

By-Law #18

General Meetings

A General Meeting of all classification of membership may be called at any time by the President. Such General Meetings may be called for any purpose other than dealing with matters of a financial nature or election of members to office or to the Board of Directors.

By-Law #19

Notice of Meetings

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 that meeting.

By-Law #20

Quorum

For all General Meetings, a quorum shall consist of three (3) active members in good standing and five (5) directors personally present.

By-Law #21

Notices

Any notices may be given by the Club to any classification of membership in writing, either via email, personally or by sending it by prepaid post to the address last registered in the records of the Club. When a notice is sent by post or email, service of the notice shall be deemed to have been made. By properly addressing, numbering and posting or emailing the notice or the envelope containing the notice, the notice shall be deemed to have been served the day of the posting date.

By-Law #22

Voting

At all Annual General Meetings and Extraordinary Meetings, all voting on motions and resolutions shall be made by a show of hands in the first instance. If required by the President or Chairman or upon demand from the floor, a ballot vote shall be taken.

Each member entitled to vote shall have one vote only.

In the event of equality of votes, the President or Chairman shall have a casting vote. A declaration by the President or Chairman that a motion or resolution has been carried by a sufficient majority or lost as the case may be and an entry in the minutes of the Club, shall be conclusive evidence of the fact without proof of the number of votes in favour or against said resolution.

By-Law #23

Motions and Resolutions

All motions and resolutions to be proposed at any Annual General Meeting or Extraordinary Meeting shall, upon request of the President or Chairman of the meeting, be reduced to writing and shall be signed by the Mover and Second. A motion or resolution that has been voted upon and failed to pass shall not be submitted again at the same meeting, even if in different form but of the same substance. All motions and resolutions shall require a majority vote to be carried unless otherwise provided by these By-Laws or the "Societies Act".

By-Law #24

Alteration of By-Laws

Notice of any proposed special resolution to create any addition, repeal or alteration of any of these By-Laws shall be signed by the mover and seconder and the membership notified of the special resolution. Said resolution to be posted at a place convenient to the entire majority of the membership at least thirty (30) days prior to the Extraordinary General Meeting at which the special resolution will be proposed. Such special resolution shall require a majority of 75% of the voting membership cast at the Extraordinary General Meeting or any adjournment thereof called for the purpose.

By-Law #25

Inspection of Accounts and Records

Upon written or verbal request by any member in good standing, the Board of Directors shall authorize the Treasurer to make available for inspection at a reasonable time and place, all records of the Club including financial accounts.

By-Law #26

Supplies and Equipment

All persons who have for any reason ceased to be members of the Club in good standing shall be required to return immediately all keys, equipment, supplies or club property of any kind in their possession in good condition and working order. Failure to comply may render such persons liable to legal action to recover the Club property and/or make full restitution for any damages sustained.

By-Law #27

Borrowing Powers

Under no circumstances shall the Board of Directors create any liability of transact any financial matter in which the amount is in excess of \$5000.00 without the prior approval of two thirds (2/3) of the voting membership. All expenditures by the Board of Directors in excess of \$5000.00 in any six (6) month period must be ratified by two thirds (2/3) of the voting membership at the General Meeting next following such expenditure, subject to the Society Act.

By-Law #28

Proxies

Proxy votes signed by members in good standing shall be allowed in all meetings save only those of the Board of Directors.

By-Law #29

Tournaments

The Board of Directors shall direct all committees formed to promote tournaments held by the Club to acquaint themselves with the rules and regulations formulated and published by the Canadian Archery Association and to govern all such tournaments by these rules and regulations unless such tournaments be held under the same auspices of an international organizations at which times the committees will be directed to acquaint themselves with and govern by the appropriate rules. The Society shall further, where it deems necessary, institute such rules as may seem incidental to the provincial tournaments, providing that such rules do not contravene those herein mentioned.

By-Law #30

Club Caretaker

The membership may appoint a caretaker to look after the Club premises. The appointment of such a caretaker must be part of a special resolution; further the maximum time for any such appointment shall be one calendar year, subject to renewal yearly.

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By-Law #31

Dissolution Procedure

In the event of the dissolution of the Club, all property of the society shall immediately be transferred to:

Cowichan Valley Regional District and

Municipality of North Cowichan and

City of Duncan,

and held in trust pending the revival of the Cowichan Bowmen. The said Cowichan Valley Regional District, Municipality of North Cowichan, and City of Duncan shall during this period of their trusteeship, make the property available for the use of Scouts Canada or other such charitable or benevolent organizations.

Dated this 24th day of November 2014

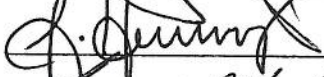
Signed and dated by the President, Vice-President, Secretary, Treasurer and two witnesses.



Roger Walker – President



Bryan Harper – Vice-President

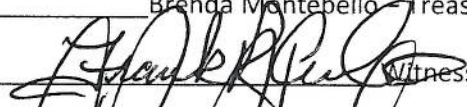


Angela Henry – Secretary



Brenda Montebello – Treasurer

FRANK AUBIN



Witness

C PENNY HOWARD



Witness