

Quesnel Pickleball Constitution

The Quesnel Pickleball Club exists to promote the sport of pickleball in Quesnel and the surrounding area.

The Club is organized and operated on a not-for-profit basis. The fiscal year end of the Club is December 31st.

In the event of dissolution, the assets remaining after all debts of the Club have been paid shall be transferred to the City of Quesnel Recreation Department, and the equipment given to School District #28 to use as they see fit.

Quesnel Pickleball Bylaws (the "Society")

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 Applications for membership must first enroll as a member of Pickleball Canada and the Provincial body, Pickleball BC. Club members must be a minimum of age 12. There are no other membership restrictions, based on any other criteria. The Register of Members will be that registry maintained by the Canadian Pickleball Association. The Pickleball Canada registry lists members of the club with contact information and personal information.

- 2.2** Executive and Directors of the Club must be a minimum of age 19. Executive and Directors are not remunerated for acting as Executive or Directors. Expenses incurred on behalf of the Club will be reimbursed.

Duties of members

- 2.3** Every member must uphold the Constitution of the Society and must comply with these Bylaws. A copy of the Club Constitution is available on the Quesnel Pickleball Club website.

- 2.4** All members of the Club must adhere to Club rules and Fair Play etiquette.

Amount of membership dues

- 2.5** The amount of the annual membership dues, if any, must be determined by the Board.

Member not in good standing

- 2.6** 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

- 2.7** 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

- 2.8** The Directors shall have the power, by a majority vote of the required quorum, to expel or suspend any member whose conduct shall have been determined to be improper, unbecoming or likely to endanger the interest or reputation of the Club.
- 2.9** A person's membership in the Society is terminated if a) the person is not in good standing for 6 consecutive months, b) the person has been expelled, c) upon their death.

PART 3 – GENERAL MEETINGS OF MEMBERS

Time and place of Annual General meeting

3.1 The Annual General Meeting shall be held at least once every calendar year, preferably in April, and not more than fifteen months after the adjournment of the last preceding Annual General Meeting. Members will be informed of an upcoming Annual General Meeting at least fourteen (14) days before the meeting.

Ordinary business at Annual General Meeting

3.2 At an annual 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 Presidents and Director's reports;
- (d) approval of annual membership dues;
- (e) election or appointment of Executive and Directors;
- (f) listing of Executive and Director's names in the annual general meeting Minutes.

Notice of general meetings

3.3 Other than the Annual General Meeting, Executive meetings are generally held monthly, or there may be meetings held as determined whenever the majority of the Directors think necessary. Due notice of time and place and the general nature of the business to be transacted at any meeting shall be given to each Board member at least seven (7) days before the meeting.

3.4 The President, on the request of a director, may convene a meeting of the Directors with no less than twenty-four (24) hours notice. Notice may be given either personally or by email to the other Directors at such email address as shown on the Registry of Members.

Chair of general meetings

3.5 The following individual is entitled to preside as the chair of Executive meetings:

- (a) the president,

- (b) the vice-president, if the president is unable to preside as the chair,
or
- (c) one of the other directors in attendance at the meeting, if both the
president and vice-president are unable to preside as the chair.

Alternate chair of general meetings

3.6 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 in attendance must elect an individual present at the meeting to preside as the chair.

Quorum required

3.7 Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at a general meeting unless a quorum of voting members is in attendance.

Quorum for general meetings

3.8 The quorum for the transaction of business at any meeting is the majority of Executive members and Directors.

Lack of quorum at commencement of meeting

- 3.9** If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not in attendance,
- (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, if applicable, 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

3.10 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 a quorum in attendance or until the meeting is adjourned or terminated.

Adjournments by chair

3.11 The chair of a general meeting may, or, if directed by the voting members at the meeting, must, adjourn the meeting. No business may be transacted at the continuation of the adjourned meeting.

Order of business at general meetings

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

- (a) elect an individual to chair the meeting, if necessary;
- (b) determine that there is a quorum;
- (c) approve the agenda;
- (d) approve the minutes from the last general meeting;
- (e) deal with unfinished business from the last general meeting;
- (f) deal with new business, including any matters about which notice has been given to the members in the notice of meeting;
- (g) terminate the meeting.

Methods of voting

3.13 At an Annual General Meeting, all current and registered members are eligible to vote. 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 a secret ballot.

Announcement of result

3.14 The chair of an Annual 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 voting

3.15 A matter to be decided at a general or regular meeting must be decided by vote. All voting at regular meetings is restricted to Executive members and Directors. Voting may take place in-person, by proxy, by phone or by email to the President.

PART 4 – DIRECTORS

Number of directors on Board

4.1 The Society must have no fewer than 5 and no more than 11 directors. 5 directors must hold the Executive offices of President, Vice-President, Secretary, Treasurer, and Membership Chair.

Election or appointment of directors

4.2 At each annual general meeting, the voting members entitled to vote for the election or appointment of directors must elect or appoint the Board. All Executive and Director positions are for a one-year term, with the option to be re-elected.

Directors may fill casual vacancy on Board

4.3 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

4.4 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 directors' meeting

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

Notice of 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 directors' 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.

Quorum of directors

5.5 The quorum for the transaction of business at a directors' meeting is a majority of the directors.

PART 6 – BOARD POSITIONS

Election or appointment to 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.
- (e) membership chair

Directors at large

6.2 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

6.3 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

6.4 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

6.5 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.
- (f) keep Minutes of all meetings and maintain custody of all Financial Records of the Club.

Absence of secretary from meeting

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

Role of treasurer

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

- (a) receiving and banking monies collected from the members or other sources;
- (b) keeping accounting records in respect of the Society's financial transactions;
- (c) preparing the Society's financial statements;
- (d) making the Society's filings respecting taxes, if applicable.
- (e) reimburse expenses, only when approved and directed by the President or Vice President.

Role of membership chair

6.8 The membership chair shall monitor and verify the membership list as maintained by the Canadian Pickleball Association.

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.
- 7.2** Expenditures less than \$100 can be made at the Executive or a Director's discretion. Receipts must be submitted to the Treasurer for reimbursement. Expense reimbursement from the Treasurer requires joint approval from either the President or the Vice President.
- 7.3** The Club requires two signing officers, one of whom must be the Club President or Vice-President, to verify any expenditure greater than \$100.00, prior to reimbursement. Only the President or the Vice President can direct the Treasurer to reimburse.

Signing authority

- 7.4** A cheque, 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 person being either the Vice-President, Secretary or Treasurer.
 - (d) or, by individuals authorized by the Board to sign the record on behalf of the Society.