

Bylaws of the Fuller Lake Pickleball Club

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 Fuller Lake Pickleball Club;

“**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 A person may apply to the Board for membership in the Fuller Lake Pickleball Club, and the person becomes a member on the Board’s acceptance of the application.

Duration of membership

2.2 Membership in the Fuller Lake Pickleball Club runs annually from May 1st to April 30th.

Duties of members

2.3 Every member must uphold the constitution of the Fuller Lake Pickleball Club and must comply with these Bylaws.

Amount of membership dues

2.4 The amount of the annual membership dues will be:

- (a) determined by a meeting of the Board in March and set in place on May 1st,
- (b) if in the event of a dues increase, dues will be paid at the new raised rate by early membership renewals.

Membership affiliation and dues

2.5 Applicant members must also be members of Pickleball BC and Pickleball Canada. If the applicant member:

- (a) is already a member of Pickleball Canada or Pickleball BC, the member must show proof of membership by showing their membership card and number,
- (b) is not a member of Pickleball BC or Pickleball Canada, or is a renewing member of the Fuller Lake Pickleball Club, then the Fuller Lake Pickleball Club shall collect the appropriate associated fees and forward them on to Pickleball BC and Pickleball Canada.

These affiliated dues shall not be included in any prorating or discounting of the Fuller Lake Pickleball Club dues.

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, 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 A person's membership in the Fuller Lake Pickleball Club is terminated if the person is not in good standing for 60 days.

PART 3 – GENERAL MEETINGS OF MEMBERS

Time and place of general meeting

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

Notice of meeting

3.2 Members must be given at least 14 days written notice before a general meeting.

Ordinary business at general meeting

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

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

Notice of special business

3.4 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

3.5 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 or 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 as 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

3.6 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 present 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 present.

Quorum for general meetings

- 3.8** The quorum for the transaction of business at a general meeting or special resolution meeting or Annual General Meeting is 3 voting members plus the chair, or 5% of the voting membership, whichever is greatest.

Lack of quorum at commencement of meeting

- 3.9** If, within 15 minutes from the time set for holding a general meeting, a quorum of voting 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 15 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 present or until the meeting is adjourned or terminated.

Adjournments by chair

- 3.11** 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

- 3.12** It is not necessary to give notice of a continuation of an adjourned general meeting or 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.

Order of business at general meeting

- 3.13** The order of business at a general meeting is as follows:
- (a) elect an individual to chair the meeting, if necessary;

Bylaws of the Fuller Lake Pickleball Club

- (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) if the meeting is an annual general meeting,
 - (i) receive the directors' report on the financial statements of the Fuller Lake Pickleball Club for the previous financial year,
 - (ii) receive any other reports of directors' activities and decisions since the previous annual general meeting,
- (g) deal with new business, including any matters about which notice has been given to the members in the notice of meeting;
- (h) elect or appoint directors,
- (i) terminate the meeting.

Proposed Resolutions

3.14 All resolutions proposed at a general meeting or annual general meeting must be seconded.

Eligibility to vote

3.15 All members of the Fuller Lake Pickleball Club aged 18 or older are eligible to vote.

Methods of voting

3.16 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 a secret ballot.

Announcement of result

3.17 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.

Proxy voting permitted

3.18 A voting member may appoint a proxy holder under these conditions and understandings:

- (1) the appointment of a proxy holder
 - (a) must be in writing with a statement that clearly states the voting member's intent on a specific resolution, and on each of any other resolution put forward for which the proxy vote is designated. This statement must also include:
 - i. the date of the intended meeting,
 - ii. the printed name of the voting member,
 - iii. the printed name of the proxy holder,
 - iv. the voting member's signature,
 - (b) is valid only at the meeting for which the appointment is given or at any adjournment of that meeting, and
 - (c) may be revoked at any time.
- (2) a proxy holder must be 18 years of age or older and a voting member in good standing of the Fuller Lake Pickleball Club.
- (4) a proxy holder stands in the place of the voting member appointing the proxy holder and can do anything that the voting member instructs the proxy holder to do, including propose and second resolutions, participate in the discussion and vote as directed.

Matters decided at general meeting by ordinary resolution

- 3.19** A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution.
- 3.20** The directors shall set the date for the Fuller Lake Pickleball Club's Annual General Meeting, which shall be held in June of each year.

PART 4 – DIRECTORS

Number of directors on Board

- 4.1** The Fuller Lake Pickleball Club must have no fewer than 3 and no more than 12 directors.

Election or appointment of directors

4.2 At each annual general meeting, the voting members entitled to vote for the election must elect the Board.

4.3 Directors must be a minimum of 18 years of age

Directors may fill casual vacancy on Board

4.4 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

4.5 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.

4.6 Removal of a director

A director of a society may be removed from office by special resolution, despite any provision of these bylaws.

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 at least 4 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 other than the president, the remaining Board directors may hold more than one Board position:

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

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 Fuller Lake Pickleball Club in accordance with the Act;
 - (d) conducting the correspondence of the Board;

- (e) filing the annual report of the Fuller Lake Pickleball Club and making any other filings with the registrar under the Act.

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 Fuller Lake Pickleball Club's financial transactions;
- (c) preparing the Fuller Lake Pickleball Club's financial statements;
- (d) making the Fuller Lake Pickleball Club's filings respecting taxes.

PART 7 – REMUNERATION OF DIRECTORS

Remuneration of directors

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

Part 8 — Financial and Dissolution

Signing authority

- 8.1 Financial, or a contract or other record to be signed by the Society must be signed on behalf of the Fuller Lake Pickleball Club by any two of the following:
 - (a) the President,
 - (b) the Vice-President,
 - (c) the Treasurer.

Borrowing

- 8.2** The Directors may not, on behalf of, or in the name of the Fuller Lake Pickleball Club borrow funds.

Fiscal Year End

- 8.3** The Fuller Lake Pickleball Club's fiscal year shall run from May 1st through April 30st.

Dissolution

- 8.4** In the event of the dissolution or winding-up of the Fuller Lake Pickleball Club, the assets of the Fuller Lake Pickleball Club remaining shall be transferred to another B.C. not for profit organization with a similar purpose. The assets shall not be distributed among the members or Directors.