

BYLAWS OF THE DAWSON CREEK VOLLEYBALL CLUB SOCIETY (THE "CLUB")
AMENDED AUGUST 22, 2024

PART 1- DEFINITIONS & INTERPRETATION

1.1 Definitions

In these Bylaws:

“**Act**” means the *Societies Act* of British Columbia as amended from time to time;

“**Board**” means the executive directors of the Club;

“**Bylaws**” means these Bylaws as altered from time to time;

“**Club**” means the Dawson Creek Volleyball Club Society;

“**Membership**” means the volleyball members and general members;

1.2 Definitions in Act apply

The definitions in the Act apply to these Bylaws.

1.3 Conflict with Act or regulations

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

2.1 Volleyball membership:

- a) Volleyball Membership is open to those who wish to play volleyball competitively, who are eligible for registration according to the Volleyball Alberta Rules, and have been offered a position on one of the Club’s volleyball teams.
- b) If under the age of 19, or as otherwise determined by the Board, applicants for Volleyball Membership must be authorized to join the Club by their parent(s) or legal guardian(s), if available, or by the Board. Application for Volleyball Membership will specifically absolve the Club from responsibility for accidents, injuries or illness sustained in the court of Club activities or arising as a result of the membership. Membership shall be for a term of one (1) year, subject to automatic renewal from year to year upon satisfying registration requirements and being offered a position on one of the Club’s volleyball teams.

2.2 General membership:

General Membership is open to those parents of Volleyball Members, coaching and staff of the Club, and anyone interest in promoting volleyball in Dawson Creek and the surrounding area.

2.3 Application for membership:

A person may apply to the Board to be a General Member or a Volleyball Member in the Club, and the person becomes a member on the Board’s acceptance of the application.

2.4 Rights of membership

- a) Volleyball Members do not have the right to vote in the Club.

- b) General Members each have one vote in the Club, and are referred to as Voting Members

2.5 Duties of members

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

2.6 Amount of membership dues

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

2.7 Member not in good standing

- a) A Volleyball member is not in good standing if the member:
 - i. fails to pay the member's annual membership dues, if any;
 - ii. fails to uphold the Club's constitution, bylaws, and policies; or
 - iii. no longer satisfies the requirements of a Volleyball Member.
- b) A General Member is not in good standing if the member:
 - i. fails to pay the member's annual membership dues; or
 - ii. fails to uphold the Club's constitution, bylaws, and policies.

2.8 Member not in good standing may not vote

A voting member who is not in good standing

- i. may not vote at a general meeting, and
- ii. is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members.

2.9 Termination of membership if member not in good standing

A person's membership in the Club is terminated if the person is not in good standing for 3 consecutive months.

PART 3 – GENERAL MEETINGS OF MEMBERS

3.1 Time and place of general meeting

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

3.2 Ordinary business at general meeting

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

- a) adoption of rules of order;
- b) consideration of any financial statements of the Club 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.

3.3 Notice of special business

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.

3.4 Chair of general meeting

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.

3.5 Alternate chair of general meeting

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.

3.6 Quorum required for general meetings

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.

3.7 Quorum for general meetings

The quorum for the transaction of business at a general meeting is 3 voting members or 10% of the voting members, whichever is greater.

3.8 Lack of quorum at commencement of meeting

If, within 30 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 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.

3.9 If quorum ceases to be present

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.

3.10 Adjournments by chair

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.

3.11 Notice of continuation of adjourned general meeting

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.

3.12 Order of business at general meeting

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) 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, and
 - (iv) appoint an auditor, if any;
- g) deal with new business, including any matters about which notice has been given to the members in the notice of meeting;
- h) terminate the meeting.

3.13 Methods of voting

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.

3.14 Announcement of result

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.

3.15 Proxy voting not permitted

Voting by proxy is not permitted.

3.16 Matters decided at general meeting by ordinary resolution

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 or by another resolution having a higher voting threshold than the threshold for an ordinary resolution.

PART 4 – DIRECTORS

4.1 Number of directors on Board

The Club must have no fewer than 5 and no more than 10 directors. Consisting of the four (4) Officers and one other director or such greater number as may be determined from time to time:

- a) The Officers shall be the President, Vice-President, Secretary, and Treasurer
- b) The other directors may include:
 - i. Director of Coaching & Officiating
 - ii. Director of Registration
 - iii. Director of Policy
 - iv. Director of Fundraising
 - v. Two Directors at Large

4.2 Election or appointment of directors

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

4.3 Term of Officers and Directors

- a) Each position on the Board will have a term of two years.
- b) Election of positions on the Board will be staggered starting as follows:
 - i. in 2024 members will elect the Vice President, Secretary, Director of Registration, Director of Policy and the Director at Large and every two years thereafter or as necessary upon resignation of a Director or Officer (B) listed in this clause; and
 - ii. in 2025 members will elect the President, Treasurer, Director of Coaching & Officiating, Director at Large (A) and Director of Fundraising and every two years thereafter or as necessary upon resignation of a Director or Officer listed in this clause.

4.4 Directors may fill casual vacancy on Board

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.

4.5 Term of appointment of director filling casual vacancy

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

5.1 Calling directors' meeting

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

5.2 Notice of directors' meeting

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

5.3 Proceedings valid despite omission to give notice

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.

5.4 Conduct of directors' meetings

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

5.5 Quorum of directors

The quorum for the transaction of business at a directors' meeting is 50% of the directors elected at the Annual General Meeting.

PART 6 – BOARD POSITIONS

6.1 Election or appointment to Board positions

Directors must be elected 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; and
- e) at least one of the following:
 - i. Director of Coaching & Officiating
 - ii. Director of Registration
 - iii. Director of Policy
 - iv. Director of Risk Management
 - v. One Director at Large

6.3 Role of President

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

6.4 Role of Vice-President

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.

6.5 Role of Secretary

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 Club 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; and
- f) acting as a liaison between the Board and all team managers to keep them informed of decisions of the Board that may affect the operation of their team.

6.6 Absence of Secretary from meeting

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

6.7 Role of Treasurer

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 Club's financial transactions;
- c) bringing forward a summary of financial records to each directors' meeting;
- d) preparing or overseeing the preparations of the Club's financial statements;
- e) filing or overseeing the filing of the Club's financial statements where necessary.

6.8 Role of the Director of Coaching

The Director of Coaching:

- a) acts as a liaison between the Board and the Club's coaches, keeping them informed of decisions of the Board that may affect the operation of their team;
- b) assists coaches in obtaining coaching courses to meet Alberta Volleyball Association requirements and the Club's coaching objectives
- c) provides mentorship, support and advice to all coaches;
- d) takes an active role in recruiting coaches;
- e) acts as a liaison with referee associations to recruit and train local referees; and
- f) acts as the lead individual to organize referees for tournaments and exhibition matches.

6.9 Role of the Director of Registration

The Director of Registration organizes and supervises all aspects of registration with the Club and Alberta Volleyball Association.

6.10 Role of the Director of Risk Management

The Director of Risk Management:

- a) oversees risk management program for the Club and acts as the primary point of contact;
- b) provides advice and information to the Board with respect to ways to limit liability and/or risk to the club, players and coaches; and
- c) facilitates the Club's policies with respect to concerns and complaints procedures, and minor and major discipline procedures.

6.11 Director of Policy

The Director of Policy:

- a) maintains a consolidated record of all policies and procedures adopted by the Board of Directors
- b) maintains the Parent/Player Handbook with applicable policies adopted by the Board of Directors
- c) advises the Board on the development of policies to reduce liability and risk and to meet the goals and objectives of the Club

6.12 Other Volunteer Roles

The Board may appoint individuals who are not Board members to fulfill volunteer roles in a number of capacities including but not limited to:

- Website & Social Media Coordinator
- Merchandise Coordinator
- Equipment Coordinator
- Gym Schedule Coordinator
- Tournament Coordinator
- Fundraising Coordinator

Volunteers appointed as coordinators may attend Board meetings at the request of the Club President, but do not have voting rights on any matters.

6.13 Appointment of family members

Only one family member may hold a position on the Board of Directors at any time. A family member is defined as a spouse or common law spouse, parent, grandparent or child.

6.14 Role of the Director at Large

The Director at Large assists other Board Members with their duties as requested by the Board Member or as directed by the President.

PART 7 – REMUNERATION OF DIRECTORS AND SIGNING AUTHORITY

7.1 Remuneration of directors

These Bylaws do not permit the Club 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 Club in another capacity.

7.2 Signing authority

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

- 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 Club.

