

PENTICTON OUTDOORS CLUB

SOCIETIES ACT

CONSTITUTION

1. NAME

The name of the society is the PENTICTON OUTDOORS CLUB

2. PURPOSES

The purposes of the society are:

- 2.1 The organization of trips and outings of its members in the wilderness.
- 2.2 The promotion and development of outdoor skills and activities.
- 2.3 The promotion of safety and good ecological practices in the wilderness.
- 2.4 The protection and preservation of wilderness areas and waterways.
- 2.5 The exchange of information among members and the general public related to travel and sojourn in the wilderness.
- 2.6 Liaison and possible affiliation with other societies with similar purposes.
- 2.7 Not to provide overnight care to minors.

3. It is not the objective of the society to encourage motor sports or the use of firearms.

This clause is unalterable.

BYLAWS

ARTICLE 1

1. MEMBERSHIP

- 1.1 Membership in the society is open to any individual or family who subscribes to the purposes of the society and this Constitution, who pays the annual dues, and who signs a release of responsibility waiver annually and on each outing, as prescribed by the Executive of the society.
- 1.2 All application for membership must be made on the regular form supplied for that purpose.
- 1.3 A person shall cease to be a member of the society
 - 1.3.1 by delivering his or her resignation in writing to the secretary of the society or by mailing or delivering it to the address of the society;
 - 1.3.2 on his or her death, or:
 - 1.3.3 on being expelled, or:
 - 1.3.4 on having been a member not in good standing for 12 consecutive months.
- 1.4
 - 1.4.1 A member may be expelled by a special resolution of the members passed at a general meeting.
 - 1.4.2 The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
 - 1.4.3 The person who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.
- 1.5 All members are in good standing except a member who has
 - 1.5.1 failed to pay his or her current annual membership fee or any other subscription or debt due and owing by him or her to the society and he or she is not in good standing so long as the debt remains unpaid.
 - 1.5.2 failed to sign a release of responsibility waiver annually and on each outing, as prescribed by the Executive of the society.

ARTICLE 2

2. ORGANIZATION and OFFICERS

- 2.1 The Executive of the society consists of the President, the Vice President the Secretary, the Treasurer, the Trails Director and a Federation of Mountain Clubs of British Columbia Representative executive position.

- 2.2 The Executive is to perform administrative and financial tasks necessary for the fulfillment of the society's purposes. Each member of the Executive is to perform those tasks usually associated with his or her office, and in particular:
- 2.2.1 The President acts as Chairperson of the society's meetings, and is the society's principal representative to the community at large.
- 2.2.2 The Vice President takes the President's role in the absence of the President.
- 2.2.3 The Secretary shall:
- (1) conduct the correspondence of the society;
 - (2) issue notices of meetings of the society and directors;
 - (3) keep minutes of all meetings of the society and directors;
 - (4) have custody of all records and documents of the society except those required to be kept by the Treasurer;
 - (5) maintain the register of members.
- 2.2.4 The Treasurer shall:
- (1) keep the financial records, including books of account, necessary to comply with the Societies Act; and
 - (2) render the financial statements to the directors, members and others when required.
- 2.2.5 The Trails Director shall liaise with the Ministry of Environment, chair new trails projects, and organize trail maintenance.
- 2.3 In the absence of any member of the executive, the President may designate a temporary replacement.
- 2.4 The members may, by special resolution, remove a director before the expiration of his or her term of office, and may elect a successor to complete the term of office.
- 2.5 No director shall be remunerated for being or acting as a director, but a director shall be reimbursed for all expenses necessary and reasonably incurred while engaged in the affairs of the club.

ARTICLE 3

3.0 MEETINGS

- 3.1 Removed - Nov. 04 2024 by request of the B.O.D.
- 3.2 There will be an Annual General Meeting each year preferably in January. At this meeting the positions of President, Vice President, Secretary, Treasurer, Trails Director and a Federation of Mountain Clubs of British Columbia Representative executive position shall fall vacant and become open to election.

- 3.3 Members will receive at least two week's written notice of a meeting of the society and two week's notice of the Annual General Meeting.
- 3.4 Business cannot be conducted unless a quorum of eight members is present
A quorum of the Annual General Meeting is one-third of the members of the society but never less than these numbers.
- 3.5 Special general meetings may be called at the discretion of the President, or at the request of ten per cent (10%) of the voting members. All members of the society shall be given at least three week's notice in writing of the meeting.
- 3.6 Members may vote by proxy.
- 3.7 A member in good standing is entitled to one vote.
- 3.8 The first annual general meeting of the society shall be held not more than 15 months after the incorporation and after that an annual meeting shall be held at least once in every calendar year and not more than 15 months after the holding of the last preceding annual general meeting.

ARTICLE 4

4.0 ELECTIONS

- 4.1 The members of the Executive will be elected at the Annual General Meeting of the society and will hold office until the next Annual General Meeting. Should any office bearer resign his or her office before the normal expiry of the term, the vacancy will be filled at the next meeting of the society.
- 4.2 A least one month prior to the Annual General Meeting the President will appoint a nominating committee of two who will draw up a list of nominees for all positions to be filled. Nominations will also be called for at the Annual General Meeting.
- 4.3 Removed - Nov. 04 2024 by request of the B.O.D.

ARTICLE 5

5.0 ANNUAL DUES

- 5.1 The annual dues will be determined at the Annual General meeting by a motion passed with a majority of two-thirds of the members present and voting.
- 5.2 Payment of the annual dues entitles the member to the privileges of membership, including a vote at meetings of the society, until the end of March

following the next Annual General Meeting. Membership then lapses unless the annual dues are paid.

ARTICLE 6

6.0 EXPENDITURE OF SOCIETY FUNDS AND PROHIBITION ON BORROWING

- 6.1 All monies received from dues and otherwise shall be placed to the credit of the General Fund and all legitimate operating expenses of the Club shall be paid by cheque on the General Fund. Special funds may be created by a majority vote of those present at a general meeting and shall be disbursed only for the purposes for which they were created. All expenditures of the society shall be made from dues or funds raised from contributions by the members, and no person shall have, or be given the authority to borrow funds in the name of the society for society purposes. No debenture shall be issued without sanction of a special resolution.
- 6.2 The Treasurer will maintain an account in a bank or credit union in the society's name and will deposit all funds received in this account.
- 6.3 Cheques shall require the signature of the Treasurer only.
- 6.4 The Treasurer may maintain a petty cash fund of not more than \$50.00.
- 6.5 The Treasurer will present a financial report to the Annual General Meeting.
- 6.6 An audit may be requested at any time by a majority vote at a general meeting.

ARTICLE 7

7.0 BOOKS AND RECORDS

- 7.1 It shall be the duty of the Secretary to keep a faithful record of the proceedings of every meeting, whether regular, special, or otherwise, to keep a register of the members, and shall enter therein the names of every member who is admitted, the date and manner of admittance, together with the full name, address, contact information of each member who is admitted, the date and manner in which he or she ceased to be a member, and such information as may be pertinent.

- 7.2 The President in his or her discretion may permit the books of the Secretary and Treasurer to be examined by any member of the club at any regular meeting.

ARTICLE 8

8.0 AMENDMENTS OF THE CONSTITUTION

- 8.1 No part of these by-laws shall be repealed, amended, suspended, altered or annulled, unless by special resolution pursuant to the Societies Act of BC.
- 8.2 Special resolutions must meet a threshold of two-thirds of those voting to carry.

DATED this 9th day of July, 1994
AMENDED this 4th day of Nov. 2024