

BYLAWS: Westshore Charity Quilt Society S-53152

1. MEMBERSHIP

- a. Membership in the Society shall be granted to any person who shall
 - i. Accept the Constitution and By-laws of the Society, and
 - ii. Pay any membership fee of the Westshore Quilters' Guild Society that is due and payable and by the Annual General Meeting of the Society.
- b. A member in good standing with the Society shall be any person who accepts membership as already prescribed in these By-Laws.
- c. A member shall cease to be in good standing upon failure to make payment of membership fees within a period of sixty (60) days after due date.
- d. Membership in the Society may be terminated for just cause or failure to uphold the Constitution and By-laws of the Society by a two-thirds (2/3) vote of the Directors of the Society present at a meeting called specially for that consideration.

2. MEETINGS

- a. The Biennial General Meeting of the Society shall be held every two years during the month of January.
- b. There shall be at least two (2) general meetings of the Society held in one year at such time and place as determined upon by the Board of Directors.
- c. Notice of all general meetings shall be posted in the newsletter and/or the web page.
- d. An Extraordinary Meeting may be called at any time at the discretion of the President of the Society or upon written request by at least ten percent (10) of the members in good standing with the Society.

3. QUORUM

Twenty per cent (20) of the membership shall constitute a quorum at any general meeting of the Society.

4. VOTING

A member in good standing with the Society shall be entitled to vote at any general meeting of the society, voting shall be by show of hands unless a poll is demanded by a majority of members present or the chairman of the meeting deems a poll necessary.

5. EXECUTIVE OFFICERS

- a. The executive officers of the Society shall be a Charity Quilt Executive position of the host society, Vice-President (may be the same as the host society), Secretary may be the same as the host society), Treasurer (same as the host society), and immediate Past-President of the host society and shall be directors of the Society.
- b. An executive officer shall be a member in good standing with the host Society.
- c. Executive officers other than the Past-President shall be elected to office at the biennial general meeting of the Society.

d. An executive officer may be elected to the same Office for a period not to exceed four years (2) consecutive terms. A term of office shall be two (2) years or as may be otherwise provided in these By-Laws.

e. An executive Officer not fulfilling the duties as prescribed for the office may be asked to resign by a two-thirds (2/3) vote of the Board of Directors.

f. An executive Office that is made vacant before the end of a term shall be filled by a member in good standing with the Society appointed by the executive officers until the next biennial general meeting except the office of President which shall be filled by the 1st Vice-President.

6. DUTIES OF EXECUTIVE OFFICERS

a. The President shall be the Chief Executive Officer of the Society and shall preside at meetings and be ex-officio a member of all committees. The President shall appoint a chairperson for the Nominating Committee.

b. The Vice-President shall

i. Assume the duties and preside at all meetings of the Society in the absence of the Charity Quilt Executive, and

ii. Be coordinator for the Activities and Ventures of the Society

c. The Secretary shall

i. Keep a record of the proceedings of the Society, attend to the correspondence, give due notice of the time and place of meetings as required, and

ii. Ensure that the Register of Companies receives all records of the Society as required biennial or otherwise as prescribed by the Societies` Act of British Columbia.

d. The Treasurer shall

i. Receive, deposit and disburse monies of the Society as authorized by the Society and shall issue receipts as required, and

ii. Ensure that up-to-date and accurate accounts of the finances of the Society are kept in proper books which shall be readily available for audit biennial, and

iii. Report on the financial affairs of the Society to each meeting of the directors and general membership, and

iv. Prepare a budget with the assistance of the President for approval by the directors prior to general membership approval, and

v. Prepare a financial report with the assistance of the President for the biennial general meeting and Registrar of Companies, and

vi. Be eligible for bonding.

7. BOARD OF DIRECTORS

a. The Board of Directors of the Society shall consist of the Executive Officers.

b. A director of the Society shall attend meetings of the directors of the Society and shall be entitled to vote as prescribed in these By-Laws.

c. The Board of Directors of the Society may decide on the formation of a Standing Committee as needed from time to time.

8. VOTING

a. A director of the Society shall be entitled to vote at all meetings of the Board of Directors of the Society.

b. In the case of a tie vote there shall be a second or deciding vote taken by secret ballot.

9. BORROWING POWERS

a. The Society shall not have power to borrow money.

10. EXPENDITURES NOT BUDGETED

a. The directors of the Society may authorize the payment of expenditures up to \$150.00 for items not included in a current budget.

11. FISCAL YEAR and SIGNING OFFICERS

a. The fiscal year of the Society shall be from October 1 to September 30.

b. The signing officers of the Society shall be the President and any one (1) of the following two(2) executive officers.

i. Treasurer

ii. Secretary

12. AUDIT

a. The financial accounts of the Society shall be audited biennially and at such other times, as the directors of the Society deem necessary.

b. Any members of the Society shall be entitled to examine the financial books and records of the Society at any time to providing that the Treasurer is given seven (7) days notice of intent.

13. AMENDMENTS

a. The By-Laws of the Society shall be reviewed every two (2) years by a committee called for that purpose.

b. The By-Laws of the Society may be amended by a special resolution passed by a majority of seventy-five per cent (75) of the members present at an Annual General meeting of the Society provided that thirty (30) days notice in writing or posted, of any proposed amendment has been given.

14. DISSOLUTION

a. Upon dissolution of the Society by majority vote of members called to a meeting for that purpose by fourteen (14) days notice in writing or posted, all assets of the Society remaining, after payment of all liabilities and obligations, shall then be distributed to a suitable organization.

15. PARLIAMENTARY AUTHORITY

The rules contained in the latest revision of H. M. Robert's ``Rules of Order`` shall govern the Society in all cases where they are applicable and not provided for in the By-Laws or Standing Rules of the Society.

Signed

September 24, 2015