

# **Bylaws of**

## **School Safety Association of British Columbia**

### **ARTICLE I - DEFINITIONS**

1. In these Bylaws, “special resolution” means:
  - (a) a resolution passed at a general meeting by at least 2/3rds of the votes cast by the Active Members; or
  - (b) a resolution consented to in writing by all of the Active Members.
2. The definitions in the *Societies Act* (British Columbia), apply to these Bylaws as if they were an enactment. If there is a conflict between these Bylaws and the *Societies Act*, the *Societies Act* will prevail.
3. Words importing the singular include the plural and vice versa; and words importing a male person include a female person, a society, a corporation and a partnership.

### **ARTICLE II – MEMBERSHIP**

There shall be three classifications of membership in the Association, viz.,

- (a) Active Members
  - (b) Associate Members
  - (c) Honorary Members
1. **Active Members.**

Active Membership may be taken out by any person employed by a British Columbia School District or post-secondary educational institution whose responsibilities include occupational health and safety.

An Active Member in good standing with the Association has the right to vote.
2. **Associate Members.**

Associate Membership may be taken out by any person employed by a British Columbia School District or post-secondary educational institution whose responsibilities include organizational occupational health and safety.

An Associate Member in good standing with the Association does not have the right to vote.
3. **Honorary Members**

Honorary Membership may be conferred upon any person who has rendered or is rendering outstanding service to the Association. Honorary Membership shall be conferred by majority approval at the Annual General Meeting of the Association. Honorary Members shall have no voting rights and shall not be required to pay membership fees.

4. Each application for, or nomination of, any membership category must be approved by the Executive.

### **ARTICLE III – FEES**

#### **(a) Registration Fees**

To become an Active or Associate Member of the Association, a registration fee must be paid along with written application on a form approved by the Executive.

#### **(b) Annual Membership Fees**

Active and Associate Members shall be required to pay an annual membership fee as determined by the Annual General Meeting from time to time. Non-payment of the annual membership fee by October 1 of the current fiscal year shall result in ceasing to be in good standing and in termination of membership. Honorary Members shall not be required to pay annual membership fees.

### **ARTICLE IV – MEETINGS**

1. The Annual General Meeting of the Association shall be held in October of each year.
2. The Annual General Meeting shall consist of one or more General Sessions and one or more Business Sessions.
3. Fourteen (14) days' notice of the date, time and place of the Annual General Meeting shall be given in writing to all members of the Association.
4. Six (6) Active Members shall constitute a quorum at any Business Meeting of the Association.
5. The Executive may call an Extraordinary General Meeting of the Association when deemed necessary to consider urgent matters of business, which cannot be held over until the Annual General Meeting. Extraordinary General Meetings shall be convened by fourteen (14) days' written notice to all Members of the Association.
6. Attendance at General Sessions of Annual General Meetings is open to all classifications of Members and to guests of the Association.
7. Notice of an Annual General Meeting or Extraordinary General Meeting must include the text of any special resolution to be submitted to the General Meeting.
8. Only Active Members of the Association in good standing shall be entitled to vote.
9. Written notice will be provided via electronic means to all Members. A Member will have been deemed to have received notice on the date it is sent. It is the individual Member's sole responsibility to ensure the Association has up to date addresses and contact information including electronic contact information.

## ARTICLE V – ADMINISTRATION

1. The business of the Association shall be administered by the directors (the “Executive”) who consist of:
  - (a)
    - (i) President
    - (ii) Vice-President
    - (iii) Secretary-Treasurer
    - (iv) Treasurer

who shall be elected by separate ballot at the Annual General Meeting and who shall hold office until the close of the next Annual General Meeting or until their successors have been appointed.
  - (b) Five Directors at large; one from each of the following five zones:

Zone I – Kootenays

Zone II – Okanagan

Zone III & Zone VI – North Coast & North Central

Zone IV – Mainland Fraser Valley

Zone V – South Coast Vancouver Island
  - (c) The immediate Past President if in good standing at the end of his or her term.
2. Any member of the Executive shall automatically cease to hold office upon ceasing to be an Active Member of the Association. Any vacancies occurring in the Executive between Annual General Meetings may be filled by the Executive at any of its meetings.
3. Any member of the Executive may be removed from office by a special resolution of the members.
4. Meetings of the Executive shall be called by the President, or in the absence of the President, by the Vice-President. The Executive shall meet no less than twice a year.
5. A quorum at a meeting of the Executive shall be a simple majority of its members.
6. A Nominating Committee, comprised of the President, Vice-President and the Past President, shall present a slate of candidates for the Executive positions to the Annual General Meeting.

## **ARTICLE VI – DUTIES OF OFFICERS**

1. The President shall preside at all Meetings of the Association and of the Executive Committee, and exercise such supervision of the Association's affairs as may best promote its activities and welfare. The President may name committee members to committees established by the Executive.
2. The Vice-President shall in the absence of the President assume that position and in doing so, shall be empowered with the authority vested in the President.
3. The Treasurer shall be responsible for receiving and giving receipts for all monies due to the Association and depositing all money to an Association bank account.

The Treasurer shall ensure that all accounts owed by the Association are kept current.

4. The Secretary shall be responsible for all books, papers and other property of the Association including recording the minutes and keeping a register of directors and register of members.

## **ARTICLE VII – FINANCE**

1. The Association may acquire, purchase, sell, mortgage, lease, or otherwise deal with real and personal property.
2. The fiscal year of the Association shall be the twelve consecutive months ending December 31.
3. The Executive shall have the authority to levy a special assessment on the membership to finance a specific project. If in excess of \$5.00 per member, this must be approved by the members by an ordinary resolution of the members.

## **ARTICLE VIII – FINANCIAL REVIEW**

The Treasurer shall present the financial statements and the auditor's report on the financial statements, if any, to the Association at the Annual General Meeting.

## **ARTICLE IX– AMENDMENT OF BYLAWS**

The Bylaws may be amended only by special resolution as defined by the Societies Act.

## **ARTICLE X – MINUTES AND RECORDS**

1. The records of the Association will be open to the inspection of the members of the Executive. Subject to the *Societies Act*, the following records of the Association will be open to the inspection of the members:
  - (a) the Association's certificate of incorporation;
  - (b) each certified copy, furnished to the Association by the registrar, of the constitution, the Bylaws, and the statement of directors and registered office of the Association;
  - (c) each confirmation, other certificate or certified copy of a record furnished to the Association by the registrar, other than in response to a request;

- (d) a copy of each order made in respect of the Association by any court or tribunal, or a federal, provincial, or municipal government body, agency or official;
  - (e) the register of directors including contact information provided by each director;
  - (f) each written consent to act as director and each written resignation of a director;
  - (g) a copy of every record evidencing a disclosure of a conflict of interest by a director or senior manager;
  - (h) the register of members including contact information provided by each member;
  - (i) members' minutes of meetings and written resolutions; and
  - (j) the financial statements of the Association and the auditor's report, if any, on those financial statements.
2. The following records of the Association will be open to the inspection of members if determined by the Executive:
- (a) directors' minutes of meetings and written resolutions; and
  - (b) adequate accounting records for each of the Association's financial years, including a record of each transaction materially affecting the financial position of the Association.
3. The Executive may impose a reasonable period of notice before which, and reasonable restrictions on the times during which, a member may inspect a record.

## **ARTICLE XI – AFFILIATION**

The Association by an Executive resolution may affiliate or partner with any society or incorporated body having similar aims or objectives.