

Societies Act (British Columbia)
Constitution of Capilano Tennis Club
(the "Society")

1. NAME

The name of the Society is CAPILANO TENNIS CLUB.

2. PURPOSES

OBJECTS

- (a) To encourage and carry on the game of tennis and to provide satisfactory recreational and social facilities for the members.*
- (b) To acquire and hold, buy, lease, or dispose of all lands, buildings, appliances or other facilities necessary to satisfy objects clause (a) above.*

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PREAMBLE

This document is the general bylaws of Capilano Tennis Club. These bylaws regulate the transaction of business and affairs of the Capilano Tennis Club. Capilano Tennis Club is a non-profit community club, in existence since 1934. A new club house was built in 2008, made possible by a single donor. The Club is managed by an elected volunteer Board of Directors, with the Annual General Meeting (AGM) held in the fall. All members are responsible for club upkeep.

The definitions in the Society Act on the date these bylaws become effective apply to these bylaws.

Where the context indicates “masculine” it shall be deemed to include “feminine” and where the context indicates “singular”, it shall include “plural”.

ARTICLE I – MEMBERSHIP

- 1.1 Application for membership shall be addressed to the Treasurer or other member of the Board of Directors in a manner approved by the Board, and shall be accompanied by the appropriate initiation and annual membership fees.
- 1.2 The Membership will be limited to two hundred and twenty-five (225) adult playing members or such other number as the Board of Directors deem appropriate. Existing members shall have priority in the event that the membership is limited.
- 1.3 Fees for the following fiscal year, September 1st to August 31st inclusive, will be payable by April 15th.
- 1.4 CTC will play in accordance with the rules laid down by the British Columbia Tennis Association.
- 1.5 The Board of Directors shall have the right to suspend or expel any member for willful violation of the bylaws and rules, and such suspension or expulsion becomes effective when a notice to that effect has been sent to the member at the address shown on the membership register.
- 1.6 The categories of Membership shall be:

- Adult – (one (1) vote/adult)
- Couple – Married couple/Common law (both adults gets a vote)
- Family – two (2) Adults plus children under eighteen (18) years (both adults get a vote)
- Junior – under eighteen (18) on January 1st (non voting)
- Intermediate – eighteen (18) to twenty-three (23) years (non voting)
- Social membership (non playing membership (non voting)
- Reserve – (one (1) vote)
- Honorary – (one (1) vote) Honorary Membership will be nominated and forwarded to Board of Directors for ratification at least fourteen (14) days before the AGM

1.7 Members of the CTC Board of Directors shall be given honorary membership during their term of office.

1.8 Each member is in good standing except when such member has failed to pay the current annual membership fee or any other subscription or debt due and owing by such member to the club and such member is not in good standing so long as the debt remains unpaid.

1.9 A person shall cease to be a member of the Club:

- by delivering his resignation in writing to the Treasurer of the Club, or
- delivering it to the address of the Club or by mailing, or
- on his death, or
- on being expelled,
- or on having been a member not in good standing for two (2) months after the deadline date for the payment of membership dues pursuant to Bylaw 3 (three).

ARTICLE II – FEES

2.1 There shall be a fee for membership, set by the Board of Directors and ratified by the membership at the annual general meeting.

2.2 Fees are due and payable by April 15th and will be considered delinquent after forty-five (45) days.

ARTICLE III – BOARD OF DIRECTORS

- 3.1 The Board of Directors shall consist of the elected Directors (President, Vice President, Secretary, Treasurer, Social Director, Maintenance Director, Tennis Play Director, Special Project Director and non-elected immediate Past President).
- 3.2 The Board of Directors shall carry on the business of the Society between the regularly constituted meetings.
- 3.3 All elected and appointed Directors of the Society shall be members in good standing.
- 3.4 The Board of Directors shall consist of no less than seven (7) and no more than nine (9) members.

ARTICLE IV – DIRECTORS

- 4.1 Directors shall hold office for a term of two (2) years so long as they remain a member in good standing. Terms of office shall be staggered so that fifty percent (50%) of Directors are up for election at each AGM. The Past President may hold office during the term of his successor.
- 4.2 No elected Director shall serve more than two (2) consecutive terms.
- 4.3 Returning Directors shall be eligible for election after a one (1) year absence.
- 4.4 All elected and appointed Directors must be members in good standing. A member ceases to be in good standing when fees are overdue in excess of forty-five (45) days.
- 4.5 If a vacancy occurs, for any reasons, the Board of Directors Committee shall appoint another person to hold office until the next AGM.
- 4.6 The members may by special resolution remove a Director before the expiration of his office, and may elect a successor to serve to the next AGM.
- 4.7 No Director shall be remunerated for being or acting as a Director, but a Director may be reimbursed for all expenses necessarily and reasonably incurred by him while engaged in the affairs of the Society.
- 4.8 CTC will provide adequate Directors and Officers Liability insurance.

ARTICLE V – DUTIES OF DIRECTORS

- 5.1 The Club shall be managed by the Board of Directors, which will consist of the following directors: President, Vice-President, Treasurer, Secretary, Immediate Past President, Social Director, Maintenance Director, Tennis Play Director, and Special Project Director.
- 5.2 Directors shall perform other such duties applicable to the office held as prescribed by these bylaws and the parliamentary authority adopted by the society.
- 5.3 Directors will meet at least six (6) times within the fiscal year.

PRESIDENT shall:

- Preside at meetings of the Society and the Board of Directors.
- Be a member ex-officio of all committees excluding the Nominating Committee.
- Be responsible to the membership for the performance of the Directors.
- Appoint all Standing Committee Chairs.

VICE PRESIDENT shall:

- In the President's absence, assume the President's duties and responsibilities.
- Assume other duties as delegated by the President.
- Be responsible for newsletter production team.

SECRETARY/COMMUNICATION DIRECTOR shall:

- Be responsible for an accurate account of the proceedings of the Board of Directors, Board of Directors Committee Meetings, AGM and Special Meetings of the Society.
- Be responsible for correspondence and maintaining permanent records of the Society.
- Be responsible for the distribution of the minutes of all regularly constituted meetings of the Society to all members by thirty (30) days following the meeting.
- Be responsible for the distribution of the minutes of the Board of Directors' and Board of Directors Committee meetings of the Society to all Board Members within thirty (30) days following the meeting.
- Be responsible for issuing notice of meetings of the Society, the Board of Directors and the Board of Directors Committees.
- Send relevant communication to the membership.
- Be responsible for the storage of the permanent files of the Society.
- Direct/support web master.

TREASURER shall:

- Be responsible for such financial records, including books of account, as are necessary to comply with the Societies' Act, and
- Submit financial statements to the Board of Directors and the Board of Directors Committee members and others when required.
- Be responsible for record of membership.

IMMEDIATE PAST PRESIDENT shall:

- Coordinate the work of the Nominating Committee.
- Conduct the election of Directors at the AGM.
- Coordinate necessary, constitutional revisions to be presented to the membership at the AGM.
- Provide relevant historical reference and support current President and Vice President

SOCIAL DIRECTOR shall:

- Be responsible for all social functions and
- Introduce new members to the facilities, bylaws and rules of the Club.

MAINTENANCE DIRECTOR shall:

- Be responsible for the maintenance of the building and grounds generally, and make such recommendations as deemed necessary for their improvements.

TENNIS PLAY DIRECTOR shall:

- Organize, coordinate and communicate opportunities for members tennis play
- Liaise with tennis pro around tournament play.

SPECIAL PROJECT DIRECTOR shall:

- Undertake projects in conjunction with task teams as designated by Board of Directors.

ARTICLE VI – STANDING AND SPECIAL COMMITTEES

- 6.1 The Standing Committees may consist of:
- Nominating – chaired by Past President
 - Finance Committee – chair appointed at AGM
 - Communications – chaired by Secretary
 - Volunteer Engagement – chaired by Special Project Director
 - Fundraising Committee – chaired by Vice President
 - Garden – chair appointed by Board of Directors
- 6.2 And other special committees as deemed necessary from time to time by the Board of Directors.
- 6.3 The duties of these Standing Committees shall be determined by the Board of Directors which shall provide written guidelines.
- 6.4 The Chairs of Standing Committees are appointed by the Board of Directors.
- 6.5 The Special Committees shall be formed as required to carry out the objectives of the Society, at the discretion of the Board of Directors and shall be provided with written guidelines.

ARTICLE VII – AGMs AND SPECIAL MEETINGS

- 7.1 There shall be at least one (1) meeting of the Society per year, the AGM. This meeting will be held in the fall of each year. During the AGM, the working budget for the next fiscal year will be shared.
- 7.2 Special meetings of the Society may be called at the request of the President, with the approval of the Directors, or upon the written request to the Board of Directors of at least ten percent (10%) of members in good standing. The date shall be set by the Board of Directors Committee within twenty-one (21) days of receipt of application. The meeting will be held within forty-five (45) days of the initial meeting request. At such meeting, at least seventy-five (75%) of the members signing the said application must be present.

- 7.3 A written notice of all regularly-constituted meetings of the Society shall be emailed or mailed to all members at their registered address at least fourteen days (14) prior to the meeting, stating the time, date and location of the meeting.
- 7.4 Accidental omission to give notice of any meeting to any member, or non-receipt by any member of any notice, shall not invalidate any resolution or bylaw passed or any proceeding taken at such meeting.
- 7.5 Written notice of Special Meetings shall include the business of the meeting and only such business may be discussed, except by the consent of seventy-five (75%) of the voting members present.
- 7.6 Each member, other than a Junior, Intermediate or Social members, present at an AGM or Special Meeting of the Club shall be entitled to one (1) vote, but voting members will exceed non-voting members at all times.
- 7.7 A written notice of meetings of the Board of Directors/Board of Directors Committee shall be sent to Board Members before such meetings, stating the time, date and location of the meetings.
- 7.8 The agenda and order of business for the AGM shall be decided upon by the Board of Directors.

ARTICLE VIII – QUORUM

- 8.1 The quorum at an AGM shall be at least seventeen (17) voting members.
- 8.2 A quorum at a Special Meeting shall be at least ten percent (10%) of voting members.
- 8.3 A quorum at a Board of Directors meeting shall be five (5) members.

ARTICLE IX – VOTING

- 9.1 There shall be one (1) vote for each voting member who is in good standing.
- 9.2 Voting for the election of Directors shall be by written ballot.
- 9.3 Voting for motions and amendments shall be by a show of hands or by standing vote, unless a secret ballot is requested by any voting member.
- 9.4 Proxy votes will be accepted and counted immediately after the attending vote.

- 9.5 Any member may authorize any other member who is in good standing to carry their written proxy.
- 9.6 A member can only carry one (1) proxy for another member at any one time.
- 9.7 A permanent proxy or proxy entitling a member to vote at more than one (1) meeting and any adjournment is void.

ARTICLE X – ELECTIONS

- 10.1 It shall be the responsibility of the Nominating Committee to send the call for Director nominations to the membership sixty (60) days prior to the Annual General Meeting.
- 10.2 Nominations from the membership will be accepted. The Nominating Committee shall send the candidate's names to fill the vacancies for the elected Directors to the membership thirty (30) days prior to the AGM. Such members shall have indicated, in writing, their willingness to serve, if elected.

ARTICLE XI – FINANCE

- 11.1 The fiscal year of the Society shall be from September 1st – August 31st.
- 11.2 Expenses relating to CTC will be considered for approval by the Board of Directors.
- 11.3 The withdrawal of funds from a registered financial institution account, established under the authority of the Board of Directors shall require two (2) of four (4) authorized signatures. Authorized signing officers shall be the President, Vice-President, Secretary and Treasurer.
- 11.4 A financial statement, reviewed by the Finance Committee, shall be submitted at the AGM to the membership.
- 11.5 No debenture shall be issued without sanction of a special resolution.

ARTICLE XII – AMENDMENTS TO BYLAWS

These bylaws may be amended, at any regular, special or AGM of the Society by seventy-five percent (75%) of the members who are present and voting, a quorum being present, provided the notice and amendments have been submitted to all members thirty (30) days prior to the meeting.

ARTICLE XIII– PARLIAMENTARY AUTHORITY

Robert’s Rules of Order Revised will be used by the Board of Directors as a framework for meeting process except where otherwise provided by these Bylaws.

ARTICLE XIV – BOOKS AND RECORDS

The Directors shall see that all necessary books and records of the club required by the bylaws of the Club or by any applicable Statute or laws are regularly and properly kept.

The books and records shall be available for inspection by members at such times prescribed by the Board of Directors on written application to the Secretary, within fourteen (14) days of receipt of such application.

DISSOLUTION CLAUSE – SEE PAGE 1

ARTICLE XV– PUBLIC ACCESS CLAUSE

The Capilano Tennis Club guarantees that the facility will be available to any person or persons who wish to use it in accordance with the purpose of the facilities and that charge for using said facility to those members of the public who are not member of CTC shall be either a daily or hourly charge agreed upon between the Capilano Tennis Club and District of North Vancouver. This clause is unalterable.

ARTICLE XVI– LOCALITY

The activities of the Society are to be carried on where the Society’s facilities are located in the District of North Vancouver. Until such time as the Society relocates, the facilities will be those adjacent to the Capilano Community Hall in the District of North Vancouver.

ARTICLE XVII – PROVISIONS FROM SOCIETY’S PRE-TRANSITION CONSTITUTION

- 17.1 The Capilano Tennis Club guarantees that the facility will be available to any person or persons who wish to use it in accordance with the purpose of the facility and that the charge for using the said facility to those members of the public who are not members of the Capilano Tennis Club shall be either a daily or hourly charge agreed upon between the Capilano Tennis Club and the Department of Recreation and Conservation. This provision was previously unalterable.
- 17.2 In the event of the dissolution of the Capilano Tennis Club, any assets remaining after payment of all debts and obligations shall be distributed to another non-profit, conservation-recreation oriented Society in British Columbia. This provision was previously unalterable.