

**SOCIETY ACT**

**CONSTITUTION**

**E.V.A. EQUESTRIAN VAULTING ASSOCIATION OF BC**

1. The name of the Society is the E.V.A. Equestrian Vaulting Association of BC.
2. The purposes of the Society are:
  - a. to foster, stimulate and promote vaulting and other equestrian sports,
  - b. to acquire and/or subsidize acquisition of equipment suitable for vaulting and other equestrian sports,
  - c. to aid in building a better youth both physically and mentally
  - d. to accept, receive and take by devise, bequest or gift and to hold, possess and enjoy for the purpose of the Society, donations, gifts, grants, devices, and bequests or real and personal property of all kinds and upon such terms and conditions and upon such trusts as the donor or donors of any such property may prescribe.
3. Disposition of Gaming Funds upon dissolution: Should the E.V.A. Equestrian Vaulting Association of BC, which received charitable gaming funds from licensed charitable gaming and/or direct charitable access, at any time dissolve or cease to exist, have any and all gaming monies or assets purchased with gaming funds held at the date of dissolution or cessation of existence, these funds shall be distributed by the E.V.A. Equestrian Vaulting Association of BC to:
  - a. a registered charity of registered charities in British Columbia, as defined in the Income Tax Act (Canada), as may be determined by members of the Society at the time of winding up or dissolution, or
  - b. such charitable or organization or organizations in British Columbia having similar charitable purpose.
4. On dissolution of the Society and after payment of all debts and liabilities, the remaining assets of the Society other than those described in (3) Gaming Funds, shall be distributed to such eligible organizations as may be decided by the members.
5. The Society's business shall be carried on without purpose of gain for its members and any profits or other accretions to the Society shall be used for promoting its purposes.
6. Clauses 3, 4, 5, and 6 are unalterable in accordance with the Society Act.

# BYLAWS

## E.V.A. EQUESTRIAN VAULTING ASSOCIATION OF BC

### Part 1. Interpretation

1. In these by-laws, unless the context otherwise requires,
  - a. "Directors" means the directors of the Society for the time being.
  - b. "Society" means the E.V.A. Equestrian Vaulting Association of British Columbia.
  - c. "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments to it.
  - d. "Registered address" of a member means his address as recorded in the register of members.
2. The definitions in the Society Act on the date these by-laws become effective apply to these by-laws
3. Words importing the singular include the plural and vice-versa: and words importing the male person include a female person and corporation.

### Part 2. Membership

4. There shall be (5) classes of members:
  - a. Junior members shall be individuals who have paid the prescribed membership fee and are under 19 years of age. Junior members do not have voting rights.
  - b. Senior members shall be individuals who have paid the prescribed membership fee and are at least 19 years of age. Senior members have voting rights.
  - c. Family members shall be one or two senior members plus all junior members residing in the same household. Senior members included in this membership have voting rights.
  - d. Life members shall be those individuals who are nominated and voted in by the general membership as recognition of outstanding service to the Society and the sport of vaulting. Life members have voting rights but are exempt from further payment of membership fees.
  - e. Club members shall be vaulting clubs in the province of British Columbia that have been recognized by the EVABC. Each club may elect a representative to the Board of Directors who votes on behalf of the club.
5. Application for membership shall be in writing or by electronic means and each applicant, upon becoming a member, shall agree to be bound by the Constitution, bylaws and all rules of the Society.
6. A member in good standing is a member who has complied with the regulations as hereinafter set forth and who is not in arrears of membership fees.
7. The financial liability of the member to the Society shall be limited to the amount due from him in respect to his membership fees.
8. No member shall be entitled to any of the rights or privileges of the Society during any year until his annual fee for that year is paid. On May 31st in each year, all members who paid for the proceeding year but who have not paid for the current year shall be removed from the membership roll.
9. Any member may resign from the Society by notifying the Society in writing, or by allowing his membership to expire, or death.
10. Membership of a corporation will expire on receipt of formal notice of resignation or upon dissolution.
11. The Board of Directors shall have the power to suspend or expel any member who fails to observe any rule or regulation set forth in these by-laws or whose conduct is, in the opinion of the Board, prejudicial to the interest of the Society. A member so suspended or expelled shall have the right to be heard at a General Meeting of the Society. An affirmative vote of three-quarters (75%) of the voting members is required for reinstatement.

### **Part 3. Meetings**

12. An Annual General Meeting of the Association shall be held once every calendar year in accordance with the Societies Act of British Columbia at a time designated by the Executive Committee. Extraordinary General Meetings may be held as necessary at a time designated by the Board of Directors. Notices for all meetings of the Society shall be posted on the EVABC website at least thirty (30) days in advance. A notice of motion shall also be emailed all Club Directors at least thirty (30) days in advance. The Society's business shall be conducted using Roberts Rules or Order.
13. Notice of meetings of the Board of Directors, other than the first one after the election of Directors, shall be emailed to each Director at least fourteen (14) days prior to the date of the meeting.
14. Notice of meeting of the Executive Committee shall be emailed to each member thereof at least ten (10) days prior to the date of the meeting.
15. The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
16. Meetings of the Board of Directors and/or the Executive Committee may be held in person or by conference call. Alternatively the Board or Committee members may be canvassed via email by the President and/or the Secretary.
17. At written request of ten (10%) percent of voting members in good standing, the secretary shall call an Extraordinary General Meeting. This meeting shall have the same status as if it were called in the regular way by the Board of Directors, but such meeting shall deal only with the purpose for which it is called.
18. Voting on business at General Meetings subject to by-law 34:
  - a. Special resolutions to amend or revise the Constitution and by-laws of the Society must be approved by a 51% majority of the votes at a General Meeting.
  - b. Resolutions to set membership fees or amend the Society's Rules and Regulations must be approved by a 51% majority of votes at a General Meeting.
  - c. Resolutions dealing with any other business of the Society must be approved by a 51% majority of votes at a General Meeting.

### **Part 4. Directors and Officers**

19. The affairs of the Society shall be managed by the Board of Directors each of whom shall be a member of the Society (19 years of age and older).
20. Each registered Club Member Vaulting Club in the Province may elect one (1) Director, who must be a certified vaulting coach and one director who may be a coach, vaulter or parent/guardian 19 years of age or older who is an individual or family member of the EVABC.
21. Each of the eight (8) geographical zones of the Province, as defined by Sport and Recreation Division, shall be represented by one (1) Director who may be a coach, vaulter or parent/guardian 19 years of age or older who is an individual or family member of the EVABC.
22. Directors at large – In the event that not all Zones have a Club Member Vaulting Club, the unfilled zone director positions may be filled by electing Directors-at-large from the general membership of the association. These directors may be vaulting coaches, vaulters or parents/guardians 19 years of age or older.
23. These together shall constitute the Board of Directors of the Society.
24. Each vaulting club and zone must submit to the secretary the names of those they have elected to the Board no later than 30 days prior to the General Membership meeting at which elections will take place.
25. A nominating committee may be appointed by the Executive Committee to assist clubs and zones with the election of Directors. The nominating committee shall also prepare a list of the names of Board members who are willing to stand for election to the Executive Committee.
26. The Board of Directors may delegate any but not all of its powers to an Executive Committee.
27. The Board of Directors at their first meeting after the election shall elect from among their number:
  - a. A President as the Chief Executive Officer of the Society, supervising the other Officers in the execution of their duties.

- b. A Vice-President who shall carry out the duties of the President during his absence.
  - c. A Secretary who will be responsible to:
    - i. conduct the correspondence of the Society
    - ii. issue notices of meetings of the Society and Directors
    - iii. keep minutes of all the meetings of the Society and Directors
    - iv. have custody of all records of the Society except those required to be kept by the Treasurer
    - v. have custody of the common seal of the Society
    - vi. maintain the register of members
  - d. A Treasurer shall keep such financial records, including books of account as are necessary to comply with the Society Act and render financial statements to the Directors, members and others when required or ensure these are done.
  - e. The President, Secretary and Treasurer shall constitute the Executive Committee, who in the absence of the Board may act for the Board of Directors.
28. The Board of Directors may hire staff to manage the day to day affairs of the Society under the supervision of the Board and/or Executive Committee.
29. The Board of Directors may appoint representatives to other organizations.
30. Special Committees - The Board of Directors may appoint such special committees, composed of the members of the Society, as may be required. Terms of reference of such committees shall be set by the Board.
31. Regional Committees - The Board of Directors may set up regional committees to encourage and coordinate programs of the Society in the Region. Terms of reference of such committees shall be set by the Board.
32. The applicants for incorporation shall become the first Directors of the Society whose term of office shall be until the first Annual General Meeting following incorporation.
33. The office of Director shall be automatically vacated:
  - a. if the Director shall resign his office
  - b. if he is found to be unfit by reason of physical or mental incapacity
  - c. if at a General Meeting of members a resolution is passed by three-quarters (75%) majority of the voting members present that he be removed
  - d. on his death.
34. Where vacancies on the Board for any reason occur, the remaining members of the Board may, by appointment, ~~and~~ fill the vacancy with a member of the Society who shall serve until the next Annual General Meeting.
35. Directors and Executive Committee members, as such, shall not receive any remuneration for their services. However, expenses incurred in the course of completing their responsibilities may be allowed.

## **Part 5. Indemnities**

36. Subject to the Society Act, every Director or officer of the Society or other person who has undertaken or is about to undertake any liability on behalf of the Society, and their heirs, executors and administrators and estate and effects respectively, shall from time to time and at all times, be indemnified and save harmless out of the funds of the Society, from and against:
  - a. all costs, charges and expenses whatsoever which such Director, officer or other person sustains or insures in or about any action, suite or proceedings which is brought, commenced or prosecuted against him. Or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him, in or about the execution of the duties of his office or in respect of any such liability;
  - b. all other cost, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by this own willful neglect or default.

## **Part 6. Voting and Elections**

37. Each life member and each member nineteen (19) years of age or over is entitled to one vote at an Annual General Meeting or General Meeting. Where authorized by the Directors and approved by order of the Registrar of Companies, a mail or electronic ballot for the purpose of:

- a. specific directions on matters of policy, may be provided to each voting member of the Society. Each such ballot shall be emailed or posted on the EVABC website at least thirty (30) days prior to the date of the meeting at which the subject is to be an agenda item and shall be accompanied by all necessary pertinent information. Ballots must be received by the Secretary at or prior to the beginning of that meeting. The form of such ballot shall be specific to the particular matter to be addressed and shall provide for anonymity while ensuring only authorized ballots are considered.
38. Proxy votes are not allowed.

## **Part 7. Seal**

39. The Directors may provide a common seal for the Society and they shall have the power from time to time to destroy it and substitute a new seal in place of the seal destroyed.
40. The common seal shall be affixed only in the presence of the President and Secretary or President and Treasurer.

## **Part 8. Borrowing**

41. In order to carry out the purpose of the Society, the Directors may on behalf of and in the name of the Society, raise or secure the payment or repayment of money in such manner as they decide and in particular but without limiting the generality of the foregoing, by the issue of debentures.
42. No debenture shall be issued without the sanction of a special resolution.

## **Part 9. By-Laws**

43. ~~On being admitted to membership, a member is entitled to and the Society shall give him access without charge~~ A copy of the constitution and by-laws of the Society will be available free of charge on the EVABC website.
44. These by-laws shall not be altered or added to except by special resolution.

## **Part 10. Rules**

45. Membership fees shall be established by the Board of Directors and shall be due Jan 1st of each year.
46. ~~The Provincial Canadian National Vaulting Rules will be followed and, where appropriate, the rules of Horse Council BC, VaultCanada and the FEI may also be followed by the Society. Changes to the Provincial Vaulting Rules for British Columbia must be voted on at a general meeting of the Society, and approved by a 51% majority of voting members.~~

## **Part 11. Proceedings at Annual and/or General Meetings**

47. Business of the Annual General Meeting shall include:
  - a. Consideration of the financial statements
  - b. Receipt of reports
  - c. Naming of Directors
  - d. Setting the budget
  - e. Adoption of special resolutions
  - f. Such other business as, under the by-laws, ought to be transacted at an Annual General Meeting, or business which is brought under consideration by the report of the Board issued with the notice convening the meeting.
48. At the request of seventy-five percent (75%) of the voting members present at a General Meeting, an auditor shall be appointed to examine the records of the Society.
49. Subject to by-law 46, the President, Vice President, or in their absence, one of the other Directors present shall preside as chairperson of the General Meeting.

50. If at a General Meeting there is no President, Vice President or other Director present within fifteen minutes after the time appointed for holding the meeting or the President, and all other Directors present are unwilling to act as Chairperson, the members present shall choose one of their members to be Chairperson.
51. The Chairperson shall not move or second a resolution.
52. Minutes of the meeting will be recorded by the Secretary. A copy of the minutes shall be made available to every member.