

Victoria Folk Music Society Constitution & Bylaws

CONSTITUTION

1. The name of the Society is the "Victoria Folk Music Society" hereinafter called the Society.
2. The purposes of the Society are:
 - a. To preserve and to promote folk music in the Capital Regional District.
 - b. To develop and offer to all interested persons whatever programmes and functions may be deemed desirable to achieve the above objective.
3. In the event of winding up or dissolution of the Society, any funds or assets of the Society remaining after the satisfaction of its debts and liabilities, shall be given or transferred to such organization or organizations concerned with promoting the same object as the Society, as may be determined by the members of the Society at the time of winding up or dissolution. If any such effects cannot be given to the foregoing provisions, then such funds shall be given or transferred to some other organization, provided that such organization referred to in this paragraph shall be a charitable trust or a charitable organization recognized by the Department of National Revenue of Canada as being qualified as such under the provisions of the "Income Tax Act" of Canada from time to time in effect.

This provision is unalterable.

BYLAWS

I. Membership:

1. Membership shall be open to all persons engaged or interested in folk music.
2. Membership is attained by paying the current annual membership.
3. A member shall pay an annual subscription as determined by the annual general meeting.
4. A member shall be deemed to be in "good standing" when his/her current annual membership fee has been paid.
5. Membership ceases upon receipt by the Executive of written notice of the member's wish to withdraw.
6. A member shall be expelled if s/he exhibits behaviour detrimental to the Society. This decision shall be made by a 75% majority of the members present at a Special General meeting or at the Annual General Meeting of the Society.

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7. The Society, at its Annual General Meeting, may designate as life members certain members who are deemed to have made an extraordinary contribution to the society or to folk music in Victoria. Such life members are exempted from the payment of membership dues.

II. General Meeting;

1. The first Annual General Meeting shall be held within fifteen (15) months of the Society's incorporation, and subsequent annual general meetings shall be held at a time determined by the executive, but in no case more than 15 months from the previous Annual General Meeting.
2. Notice of the time and place of general, special or annual meetings shall be mailed or handed to all members at least fourteen (14) days prior to the holding of such a meeting.
3. Other meetings, whether general or special, may be called by the Executive.
4. Any 10% or more members may, at any time, upon written submission to the secretary, call for a special or general meeting. The secretary must call such a meeting within one month of receipt of such submission.
5. Ten percent of the membership in good standing, or eleven members in good standing, whichever is greater and present in person, shall constitute a quorum at any meeting of the members, and every member in good standing shall be entitled to one vote.
6. Voting by proxy is not permitted.

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III. Executive:

1. The Executive of the Society shall be elected at the Annual General Meeting from the membership, by simple majority and shall hold office until the next annual general meeting. The Executive shall consist of: President; Vice-president; Treasurer; Secretary. Life members shall be ex-officio members of the Executive.
 - a. The Executive shall determine their own procedure and quorum.
 - b. Every Executive member shall be retired at each Annual General Meeting but shall be eligible for re-election.
 - c. Any vacancy occurring in the Executive between Annual General Meetings may be filled by appointment of the Executive.
 - d. Ten percent of the members can require the Executive to call a special meeting of the members of the Society for the purpose of removing any member of the Executive and electing a new representative in that position. A resolution to remove a member of the Executive must be approved by a 75% majority of the members present at said special meeting.
 - e. No officers of the Executive shall receive remuneration from the Society for his or her duties, unless approved by all of the remaining members of the Executive.
 - f. A resolution in writing signed by all the Executive personally shall be valid and effectual as if it had been passed at a meeting of the Executive duly called and constituted.
 - g. The signing officers for the banking business shall be any two of the President, Vice-president Treasurer, and Secretary.
 - h. Any member of the Society may attend meetings of the Executive Committee and shall have voice, but no vote, at such meeting.

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2. Duties of the Executive Officers:

President:

- a. Shall preside at all meetings of the Society.
- b. Shall be a member ex-officio of all committees set up within the organization.
- c. Shall appoint all necessary Committee chairpersons.
- d. Shall have signing authority.

Vice-president:

- a. Shall attend all meetings of the society.
- b. Shall perform such other duties as may from time to time be required of him/her.
- c. Shall preside at all meetings which the President is unable to attend.
- d. Shall have signing authority.

Secretary:

- a. Shall keep a record of all meetings of the Society and of the Executive.
- b. With the President shall notify the Officers of all meetings.
- c. Shall look after the Society's correspondence and records.
- d. Shall have signing authority.
- e. Shall perform such other duties as may be required from time to time.

Treasurer:

- a. Shall keep a record of all monies of the Society and conduct all banking.
- b. Shall account for all receipts and expenditures of the Society.
- c. Shall prepare an annual financial statement and present this statement at the Annual General Meeting.
- d. Shall have signing authority.
- e. Shall perform such other duties as may be required from time to time.

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IV. Exercise of Borrowing Power:

For the purpose of carrying out the objectives of the Society, the Executive may borrow or raise or secure the ~ payment of money in such a manner as they see fit, and in particular by the issue of debentures, provided such debentures shall not be issued without the approval of 75% of the members present and voting at a general meeting.

V. Audit:

The Executive may annually appoint an auditor or auditors, who shall make a report to the members and Executive on the accounts examined by them.

VI. Custody of the Seal of the Society:

1. The common seal of the Society shall be under the control of the Executive and it shall not be affixed to any instrument except in the presence of:
 - a. The President and the Secretary.
 - b. Such other officer or officers of the Executive of the Society as may be prescribed from time to time by resolution of the Executive.
2. The Secretary shall have custody of the Seal of the society.

VII. Alteration of By-laws:

The by-laws of the Society shall not be altered or added to except by a special resolution of the Society. For all purposes of the society, "special resolution" shall mean a resolution passed by a 75% majority of the members entitled to vote that are present in person at a general meeting of which notice to propose the resolution as a special resolution has been duly given.

VIII. Preparation and Custody of Proceedings and Other Books and Records of the society:

The Executive shall see that all necessary books and records of the Society required by the by-laws of the Society or any applicable statute of law are regularly and properly kept.

IX. Inspection of Books and Records:

The books and records of the Society shall be open to inspection by all members at all reasonable times in the office of the Society.

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Original DATED at Victoria, British Columbia, the 2nd day of June 1986.

Original SIGNED by:

- Jim Ham
- Denis Donnely
- Maureen Campbell
- Pat Thompson
- Colleen O'Brien

Original WITNESS to all signatures:

- Alan Law