

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 and the surrounding area.
 - b. To develop and offer to all interested persons whatever programmes and functions may be deemed desirable to achieve the above objective.

BYLAWS

I. Interpretation:

1. In these Bylaws, unless the context otherwise requires,
 - "Bylaws" means these Bylaws as altered from time to time;
 - "Executive" means the Board of Directors.
2. The definitions in the *Societies Act* apply to these Bylaws.
3. If there is a conflict between these Bylaws and the *Societies Act* or the regulations under the *Societies Act*, the *Societies Act* or the regulations, as the case may be, prevail.

II. 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 fee as determined by the Executive from time to time. Memberships may either be Single for a particular person or Family for each person in a family unit.
3. A member shall be deemed to be in "good standing" when his/her current annual membership fee has been paid.
4. Membership ceases upon receipt by the Executive of written notice of the member's wish to withdraw or failure to renew their membership annually.
5. 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 General Meeting or at the Annual General Meeting of the Society.

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6. 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.

III. General Meetings;

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. The Agenda for the Annual General Meeting shall include but not be limited to the following Agenda Items:
 1. Review of the previous year's activities
 2. Financial Report and Forecast
 3. Election of Officers
 4. Discussion of priorities for the coming year
3. Notice of the time and place of General or Annual General meetings shall be mailed, e-mailed or handed to all members at least fourteen (14) days prior to the holding of such a meeting.
4. The Society will file an Annual Report with the Registrar of Societies in the form established by the Registrar within 30 days of the Annual General Meeting.
5. Other General Meetings may be called by the Executive as required.
6. Any 10% or more members may, at any time, upon written submission to the Society, requisition the Executive to call a General Meeting for the purpose stated in the requisition. The Secretary must call such a meeting to be held within 60 days of receipt of such submission.
7. Ten members in good standing and present in person, shall constitute a quorum at any General Meeting of the members, and every member in good standing shall be entitled to one vote, except for those in Family memberships from which only two members in good standing may vote.
8. Voting by proxy is not permitted.

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IV. 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 procedures.
 - b. A quorum of the Executive at meetings requires a simple majority (half plus one) of the Executive members to be in attendance.
 - c. Every Executive member shall be retired at each Annual General Meeting but shall be eligible for re-election.
 - d. Any vacancy occurring in the Executive between Annual General Meetings may be filled by appointment of the Executive.
 - e. Any 10% or more members may, at any time, upon written submission to the Society, requisition the Executive to call a General 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 meeting.
 - f. No officers of the Executive shall receive remuneration from the Society for his or her duties but may receive reimbursement for reasonable expenses approved by all of the remaining members of the Executive.
 - g. A resolution in writing signed by all members of the Executive personally shall be valid and effectual as if it had been passed at a meeting of the Executive duly called and constituted.
 - h. The signing officers for the banking business shall be any two of the President, Vice-president, Treasurer, and Secretary.
 - i. Any member of the Society may attend meetings of the Executive 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 for approval by the Executive and at the Annual General Meeting by attending members.
- d. Shall have signing authority.
- e. Shall perform such other duties as may be required from time to time.

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V. 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.

VI. 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.

VII. 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.

VIII. Alteration of By-laws:

The by-laws of the Society shall not be altered or added to except by a special resolution passed at a General Meeting or at the Annual General Meeting of the Society.

IX. 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.

X. 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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XI. Winding up or Dissolution of the Society:

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 was previously unalterable.

DATED at Victoria, British Columbia, the ____ day of _____,
20__.