

LANGLEY ARCHERY ASSOCIATION CONSTITUTION & BYLAWS

THIS IS THE CONSTITUTION OF THE LANGLEY ARCHERY ASSOCIATION Certification of Incorporation No.

1. NAME:

The name of the society is THE LANGLEY ARCHERY ASSOCIATION; hereinafter referred to as the Society.

2. PURPOSE:

The purpose of the society is to promote all phases of archery and without limiting the foregoing to operate an archery club within the Langley City or Township (currently the HD Stafford Archery Club), organize tournaments, offer "try-it" camps in neighbouring communities, and encourage participation in archery at all levels.

3. DISSOLUTION:

Upon winding up or dissolution of the Society, the assets which remain after payment of all costs, charges and expenses which are properly incurred in winding up shall be distributed to a like society(ies) with a similar purpose or distributed to current members in good standing.

BYLAWS OF THE LANGLEY ARCHERY ASSOCIATION

These are the bylaws relating generally to the transactions of the business and affairs of the Society as of the 30th day November 2017.

Part 1 - Definitions and Interpretations

Definitions

1.1 In these Bylaws:

"Act" means the [*Societies Act*](#) of British Columbia as amended from time to time;

"BCAA" mean the BC Archery Association

"Board" means the directors of the Society;

"Bylaws" means these Bylaws as altered from time to time.

"Club" means the HD Stafford Archery Club

"Society" means the Langley Archery Association

Definitions in Act apply

1.2 The definitions in the Act apply to these Bylaws.

Conflict with Act or regulations

1.3 If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be, prevail.

Part 2 - Organization

LOCATION:

2.1 The operations of the Society shall generally be in the CITY and TOWNSHIP of LANGLEY in British Columbia.

SEAL:

2.2 The seal, an impression of which is stamped in the margin hereof, shall be the corporate seal of the Society.

FINANCIAL AND MEMBERSHIP YEAR:

2.3 The financial year terminates August 31 of each year.
The membership year shall terminate December 31 of each year

Part 3 - Membership

3.1 Members in good standing of the Society at any time shall be those persons who have satisfied the following requirements:

- have paid their dues for the membership year with the exception of honorary or life members;
- have not died, resigned or been expelled from membership;
- have agreed to abide with the Society's Constitution, Bylaws, Regulations and Shooting Rules.

3.2 Membership in the Society is at the discretion of the Board of Directors, which may accept or reject any application by a majority vote;

3.3 The Board of Directors may terminate the membership of any member for conduct tending to bring the Society into disrepute or which obstructs the carrying out of the activities of the Society. Alternatively, the Board of Directors may suspend membership for a specified time and may impose conditions precedent to the lifting of the suspension;

3.4 Prior to bringing a motion before the Board of Directors to terminate or suspend membership the President shall be informed and the President must notify the individual involved that such action will be considered at the next meeting of the Board of Directors. The individual will be advised that he/she has the right to attend the meeting and present his/her version of the facts, which lead to the motion;

3.5 Any decision by the Board of Directors to terminate or suspend membership requires a three quarters (3/4) majority vote and at least three quarters (3/4) of the then members of the Board of Directors must be present at the meeting. Such a vote shall be taken by secret ballot with the Secretary acting as scrutineer. Any such termination or suspension is subject to appeal by the member at the next Annual General Meeting;

MEMBERSHIP CLASSIFICATIONS:

3.6. The following classes for membership shall be permitted, all members in good standing shall have the rights to hold office and shall also have full shooting privileges, with the exception of those stated in the following classes:

(a) HONORARY MEMBERSHIP:

Honorary membership may be conferred for a period of time of one year upon an individual or individuals as may seem desirable to the Board of Directors for outstanding and meritorious service to the sport of archery. These members shall be entitled to all the rights and privileges of a member in good standing and shall be exempt from normal dues;

(b) HONORARY LIFE MEMBERSHIP:

Life membership may be conferred at an Annual General Meeting. A simple majority vote will prevail upon an individual or individuals for outstanding and meritorious service to the sport of archery in British Columbia in particular to the Langley Archers. These members shall be entitled to all the rights and privileges of a member in good standing and shall be exempt from normal dues;

(c) ADULT MEMBERSHIP:

Adult membership shall be granted to any applicant who is eighteen (18) years of age or more on the first day of the calendar year and has paid the dues therefore;

(d) FAMILY MEMBERSHIP:

Family membership shall be granted upon application and payment of the dues therefor of spouses eligible for membership as adult members and all children of the spouses under the age of eighteen (18) on the last day of the calendar year;

(e) JUNIOR MEMBERSHIP:

Junior membership shall be granted to any applicant who is under the age of eighteen (18) on the last day of the calendar year and has paid the dues therefor. Juniors reaching the age of fifteen (15) have the right to vote and are eligible to hold office as Junior Director;

(f) ASSOCIATE MEMBERSHIP:

Associate membership shall be granted to any applicant on payment of associate dues. These members shall have all the privileges of a member in good standing except the right to club shooting and voting privileges.

3.7 ANNUAL DUES FOR MEMBERSHIP:

The membership shall set the annual dues to be paid for memberships. It may set lower annual dues for members who are students or families of students of HD Stafford Middle School. It may confer HONORARY MEMBERSHIP for any certified coach who is a member in Good Standing with the BCAA; There shall be a sixty (60) day grace period for members to renew their membership without loss of membership privileges other than Club shooting privileges for

which membership in the BCAA is mandatory.

3.4. THE SOCIETY SHALL BECOME AN ASSOCIATE MEMBER OF THE ZONE, PROVINCIAL AND NATIONAL ARCHERY SOCIETIES.

Part 4 - Board of Directors

4.1 The business and affairs of the Society shall be managed and governed by a Board of Directors. The duties of the Directors are outlined later in this document, the primary duty of a Director is to provide sound management of the society first and then fulfil the duties of that portfolio.

4.2 The Board of Directors may make or cause to be made for the Society in its name any kind or type of contract or agreement(s), which the Society may lawfully enter into or be a party to. They may generally exercise all such other power and do all such other acts and things the Society, by its constitution and otherwise, is authorised to exercise and do.

EXECUTIVE COMMITTEE:

4.3 There shall be an Executive Committee of the Board of Directors, composed of five officers of the Society, which shall be charged with the daily management of the Society and shall consist of the following elected positions and their respective responsibilities:

(a) The **President** shall preside at all meetings of the membership and the Directors. The President is the Chief Executive Officer of the Society and is charged with the general management and supervision of its affairs and operations. The President shall represent the Society in any activity in or outside the Province or before any other sports body with which the Society is associated, provided the President is available. If the President is not available, the President may appoint any other Director to act in the President's place at any one event or for any one purpose;

(b) The **Vice-President** shall perform the duties of the President during the absence or inability of the President. The Vice President shall be primarily responsible for the control and management of the Society's teams and elite athletes;

(c) The **Secretary** shall keep all the books, records and correspondence of the Society and ensure that the minutes of all meetings of the members, the Board of Directors and Executive Committee are recorded and maintained in an up-to-date manner. It shall be the responsibility of the Secretary to ensure that all formal notices and announcements are given to the members and Directors;

(d) The **Treasurer** shall keep full and accurate account of all receipts and disbursements of the Society in proper books of account and shall receive and deposit all monies or other valuables in the name and to the credit of the Society in a bank or banks as may be from time to time be designated by the Executive Committee. The Treasurer shall

ensure that all disbursements to be made by the Society are paid by cheque signed by any two members of the executive. The Treasurer shall disburse the funds of the Society under the direction of the Board of Directors. He/She shall make proper vouchers therefore and shall render to the Board of Directors, at the regular meetings thereof and at such other times as directed by the President, an account of the transactions and financial position of the Society. The Treasurer shall also perform such other duties as may from time to time be determined by the Board of Directors;

4.4 The immediate Past President shall be retained as a member of the Executive Committee in an advisory capacity. He/She shall also be a member of the Board of Directors for a term of one (1) year after a new President shall have been elected, provided always that the Past President did not resign or was not expelled. The President shall have the right, after being in office for one (1) year, to extend the privileges of this office to any past President.

Part 5 - Director Positions

5.1 The Board of Directors shall consist of a minimum of 6 and a maximum of 10 directors in addition to the Executive committee, elected for a term of one (1) year.

5.2 A member of the Board of Directors at the time of election and during tenure must be a member of the Society and may be re-elected;

5.3 The elections of the Society shall elect the Executive Committee by position and then elect a further 6 – 10 directors, whose duties shall be assigned by the President. At the President's discretion there may be directors without a specific portfolio:

5.4 These directors shall fulfil any of the following positions dependent on their expertise and the requirements of the society at that time and may fill more than one position:

(a) MEMBERSHIP DIRECTOR:

It shall be the duty and responsibility of the Membership Director to:

1. Maintain current and up-to date records of all memberships of individuals and the affiliation of sports clubs or associations;
2. Receive and renew all applications for memberships and affiliation and upon acceptance by the Board of Directors, record only those correctly submitted with the proper dues; and Transmit to the Treasurer, as soon as is practical, the membership and affiliation dues received with applications;
3. Issue membership cards and affiliation agreements and copies of the Society Constitution, Bylaws, Regulations and Shooting Rules; and Provide to the Secretary and membership on a continual basis, as soon as is practical, duplicate records of all changes in membership or affiliation.

(b) TOURNAMENT DIRECTOR:

It shall be the duty and responsibility of the Tournament Director to:

1. Organise and arrange tournaments, including indoor and outdoor mail matches;
2. Manage registration of archers for tournaments;
Ensure that judges, a Director of Shooting and other officials are available for tournaments;
3. Register tournaments that require registration with Archery Canada;
Submit results of tournaments for publication and maintain records of scores;
4. Submit to the Board of Directors, for its decision, any bids for sponsored or registered tournaments;
5. Record the winners of all awards at sponsored tournaments and provide all necessary information of such awards prior to or after the event, as required to permit distribution of the awards;
6. Work with the Range Director to ensure that the required club equipment is in good repair for all club events;
7. Maintain an inventory of necessary targets and scorecards; and
8. Work with the webmaster to ensure that tournaments are advertised on the club website and other vehicles to promote the events.

(c) JUNIOR OLYMPIAN PROGRAM (J.O.P.) DIRECTOR:

It shall be the responsibility of the to organise, promote and direct, in co-operation with the British Columbia Archery Association J.O.P. Director, an effective Junior Olympic Program.

(d) PUBLIC RELATIONS DIRECTOR:

It shall be the duty and responsibility of the Public Relations Director to:

1. Promote and publicise the sport of archery and the activities of the society through all reasonable means available;
2. Maintain relations with government departments and agencies which can disseminate information about archery to the public as assist the Society in its efforts to promote archery; and
3. Distribute, as often as possible newsletters, electronic media or other correspondence to keep the membership up-to-date with the latest happenings within the society.

(e) EQUIPMENT DIRECTOR:

It shall be the duty and responsibility of the Equipment Director to:

1. Maintain an inventory and record the location of all material assets of the Society;
and
2. Ensure all equipment belonging to the association is maintained in good repair and to arrange for replacement for worn/unsafe equipment.

(f) NEW ARCHER DIRECTOR:

It shall be the duty and responsibility of the New Archer Director to:

1. Coordinate instructors and facilities for new archer training;

2. Coordinate the training and professional development of the association's coaches and instructors;
3. Coordinate the 'New Archer Program' for beginners who have graduated from the lessons or archers who request coaching; and
4. Schedule instructors to instruct for private lessons, demonstrations, camps and events.

(g) JUNIOR DIRECTOR:

It shall be the duty and responsibility of the Junior Director to:

1. Represent the junior membership on the Board of Directors; and
2. To maintain records of junior members' scores for Society awards.

The enforcement of discipline is not the responsibility of the Junior Director.

(h) SOCIAL DIRECTOR:

It shall be the duty and responsibility of the Social Director to:

1. Provide opportunities for social interaction of the members of the society by organizing events and services;
2. Liaise with the tournament director to provide refreshments at tournaments from time to time; and
3. Work with members of the Board to provide services for club events.

(i) WEBMASTER:

It shall be the duty and responsibility of the webmaster to:

1. Maintain the association's website, and other internet associated accounts applying appropriate security updates;
2. Work with the Membership Director to administer and maintain the Association's newsletter;
3. Post meeting, tournament results and photos of Langley Archers events as quickly as possible;
4. Work with the Tournament Director to ensure that tournaments are advertised on the site; and
5. Work with other members of the Association to ensure mailings and notices are posted.

(j) EQUITY DIRECTOR:

The Equity Director will be responsible to ensure that all programs, policies and projects of the society are inclusive by working with other directors.

(h) LESSONS DIRECTOR:

It shall be the duty and responsibility of the Lesson Director to:

1. Ensure lessons run by the association are run by qualified instructors and are presented in a safe and ethical manner;

2. Arrange for instructor training and updating with the British Columbia Archery Association and other agencies as required;
3. Maintain a list of qualified instructors who are willing to give private and or group lessons and match them with those requesting;
4. Review the association fee structure from time to time and recommend changes to the Board; and
5. In cooperation with the equipment director, ensure the equipment used for lessons is properly maintained and safe.

(i) RANGE DIRECTOR:

It shall be the duty and responsibility of the Range Director to:

1. Organize volunteers to look after the LANGLEY ARCHERS ASSOCIATION range and equipment to include:
 - a. Portable butt maintenance including replacement and disposal of used materials;
 - b. Work with the Tournament Director to ensure that the required club equipment is in good repair for all club events;
 - c. Disposal of recyclables, used targets and garbage from the range;
 - d. Keeping the entire range area looking neat and tidy keeping the image of the club as good stewards of the property;
 - e. Advise the Board on equipment that requires purchase.

Part 6 - Board Meetings.

6.1 At all meetings of the Board of Directors, three (3) directors shall form a quorum for the transaction of business. The directors may consider and transact any business, either special or general, at any meeting of the Board of Directors;

6.2 Except as otherwise provided by law, the Board of Directors may hold its meetings at such place or places and at such times as it may from time to time determine;

6.3 The Board of Directors shall attempt to meet, whenever reasonably possible, once in each month;

6.4 The Board of Directors may hold any other meetings at such times and such places as may be convenient. No formal notice of any such meeting shall be necessary if all directors are present or if those absent have waived notice of the meeting;

6.5 Meetings of the Board of Directors may be formally called by the President or Vice-President or by the Secretary on the direction of any two (2) directors. Notice of such meetings shall be given either in writing or orally at least seven (7) days before such meeting is to take place. The statement of the President, Vice-President or Secretary that notice has been given shall be sufficient evidence that such notice has been given;

6.6 No error or omission in giving notice of a meeting of the Board of Directors shall invalidate such meeting or invalidate or make void any business carried out at such meeting provided all directors who did not receive notice of such meeting, waive notice of the meeting and ratify and approve the business transacted at the meeting;

6.7 A show of hands or oral ballot shall decide all items of business presented to the Board of Directors unless a director demands a written ballot. A majority of votes shall decide all matters unless specified otherwise;

6.8 The Chairman of a meeting of the Board of Directors shall not be entitled to vote on any motion, provided however that in the event of an equality of votes, the Chairman may have the casting vote to break the equality;

6.9 A declaration by the Chairman that a resolution has been carried or rejected and an entry in the minutes to such effect shall be sufficient evidence of the acceptance or rejection of a resolution;

6.10 A meeting of the Board of Directors shall be chaired by the President or, in his absence, by the Vice-President or, if neither is present, by such director as is elected for the purpose by a majority of the directors present;

6.11 At each meeting of the Board of Directors, a report of each director shall be submitted containing a brief summary of the activities since the previous meeting. Such report shall automatically become part of the minutes of that meeting;

6.12 A person may hold more than one position on the Board of Directors provided that the President may not be Vice-President also, however such person shall have only one vote.

Part 7 - Directors – Election, Appointment and Removal

7.1 The members of the Executive Committee and the Board of Directors shall be elected by the members of the Society and shall hold their offices for a term of one (1) year from election at an Annual General Meeting.

7.2 The President shall appoint the Chairman of the Nominating Committee. The chairman of the Nominating Committee shall form such a committee to canvass the membership for nominations to the vacant positions of the Executive Committee and the Board of Directors not less than sixty (60) days prior to the Annual General Meeting;

7.3 All nominations shall be reported to the Chairman of the Nominating Committee whose responsibility it shall be to ensure that all nominations are validly presented and that the candidates are fully aware of and are prepared to fulfil all the duties and responsibilities of the

position. Nominations may also be accepted from the floor during elections. Once satisfied with the nomination of a member, a brief statement of the qualifications of the candidates may be presented to the meeting;

7.4 The Chairman of the Nominating Committee shall appoint two (2) scrutineers to receive and tabulate all ballots in complete confidence and secrecy. One of the scrutineers shall be made Chief Scrutineer. A scrutineer can be any member of the Society but must be replaced by an alternate in the event of his/her own acceptance of nomination;

7.5 The candidate receiving the most votes for each position shall be declared elected. In the event of an equality of votes for the candidates for any position, an immediate re-vote will be held. In the event of continuing equality of votes, the successful candidate shall be determined by lot conducted immediately by the Chairman of the Nominating Committee. Choosing by lot shall be carried out by placing the name of each candidate having an equality of votes on identical pieces of paper, placing them in a container and one name being drawn by a person chosen by the Nominating Committee Chairman;

7.6 The ballots cast in the election shall be destroyed unless the Chief Scrutineer receives an objection. Upon receipt of such an objection, the Chief Scrutineer shall immediately report the matter to the incumbent President who will arrange for the incumbent Board of Directors to appoint a Committee of Review of three (3) persons and shall direct that the ballots be turned over to such committee. The Committee of Review shall review the procedures of the election and recount the ballots and by majority vote decide to either hold another election or declare the election valid;

7.7 In the event there is no more than one person standing for election for a vacant position, the President shall declare the one nominee elected by acclamation;

7.8 The Board of Directors may expel any director including any member of the Executive Committee upon finding that such director is not attending to the duties of the position, or is bringing the Society into disrepute, by a resolution passed by at least 3/4 of the then Board of Directors;

7.9 The President may, for good and sufficient reason, declare the position of a director vacant and forfeited if such a director fails to attend three (3) consecutive meetings of the Board of Directors;

7.10 A vacancy in any of the positions on the Board of Directors including that of a member of the Executive Committee may be filled by an appointment of the President, subject to approval by the Board of Directors. Said appointment shall be in force for the remainder of the term of the vacant office. In the event that this vacancy is that of the President the Vice-President shall assume this office and subject to the Board of Directors approval appoint a new Vice-President; In the event the positions of both President and Vice-President become vacant the Board of

Directors shall take whatever action necessary to fill the position for the remainder of the terms of office;

7.11 The President may appoint committees to consider and take any action on any subject referred to them, provided any such committee may not exceed the powers given in their mandate. The president is a member ex-officio of all committees; and
The members of the Board of Directors shall not receive any remuneration for acting as such but may receive compensation for expenses incurred to fulfil their duties.

Part 8 - General Meetings.

8.1 There shall be held in each year a general meeting of the members at a time and location chosen by the Board of Directors. Such Annual General Meeting shall be held in the month of October. The membership shall be notified in writing of the date and location, not less than thirty (30) days prior to the date of the Annual General Meeting. At the Annual General Meeting, in addition to any other business that may properly be transacted, there shall be presented a report by each member of the Board of Directors giving a brief summary of their activities during the preceding year, the financial statement of the last financial year and the report by the Treasurer on the current state of financial affairs of the Society. There shall also be the election of the new Board of Directors;

8.2 The Annual General Meeting shall be chaired by the President and all members of the Board of Directors shall be present to answer questions put to them with regards to their report or their activities or responsibilities during the preceding year.

8.3 All motions shall be decided by a majority unless otherwise required by law or specified otherwise elsewhere in these bylaws. Every vote or motion shall be decided in the first instance by a show of hands unless a member requests an individual poll or written ballot. Unless an individual poll or a written ballot be demanded, a declaration by the Chairman that a resolution has been carried and an entry to that effect in the minutes shall be sufficient evidence of the fact, without proof of the number or proportion of the votes accorded in favour of and against the vote;

8.4 The Secretary shall make available a copy of the agenda for each member attending the Annual General Meeting;

8.5 A majority of the Board of Directors or the President and the Vice-President shall have the right to call at any time, a special general meeting of the members, to consider an exceptional item of business. Such special general meeting shall be called by way of written notice, including the proposed item of business, mailed no less than thirty (30) days prior to the date of a special general meeting;

8.6 Any meeting of the members or of the Board of Directors may be adjourned to any time and

from time to time by motion passed to that effect and any business may be transacted at such adjourned meeting as might have been transacted at the original meeting that was adjourned. No notice shall be required of any adjourned meeting. Once any meeting of the members or of the Board of Directors shall have been closed by a resolution to that effect, no further business may be transacted at such meeting; and

8.7 Roberts Rules of Order shall serve as a guide in all meetings of the Society.

Part 9 — Remuneration of Directors, Cheques, and Signing Authority

REMUNERATION OF DIRECTORS

9.1 These Bylaws do not permit the Society to pay to a director remuneration for being a director, but the Society may, subject to the Act, pay remuneration to a director for services provided by the director to the Society in another capacity.

CHEQUES, ETC.

9.2 The Board may give the President or the Treasurer the authority to open a chequing account with which to conduct the business of the Society.

9.3 All cheques, bills of exchange, orders for payment of money, notes and any evidence of indebtedness issued in the name of the Society shall be signed by such members of the Executive Committee and in such manner as shall from time to time be determined by resolution of the Board of Directors.

9.4 Any one of such members of the Executive Committee may endorse notes and cheques for deposit with the Society, or it may be endorsed "for deposit." Any one of such members of the Executive Committee may arrange, settle, balance and certify all books and accounts between the Society settlements or balance or verification slips.

SIGNING AUTHORITY

9.5 A contract or other record to be signed by the Society must be signed on behalf of the Society

- (a) by the president, together with one other director,
- (b) if the president is unable to provide a signature, by the vice-president together with one other director,
- (c) if the president and vice-president are both unable to provide signatures, by any 2 other directors, or
- (d) in any case, by one or more individuals authorized by the Board to sign the record on behalf of the Society.

BORROWING POWERS.

9.6 The Board of Directors may and is hereby authorised from time to time to:

- (a) Borrow money upon the credit of the Society upon such terms and conditions as to repayment, payment of interest or otherwise as they may deem expedient;
- (b) Limit or increase the amount to be borrowed;
- (c) Issue with the sanction of a special resolution vote at an Extraordinary General Meeting of the Society, bonds or debentures or other securities of the Society;
- (d) Mortgage, hypothecate, charge or pledge all or any rights of the Society to secure any such bonds, debentures or other securities, or any money borrowed or any other liability of the Society;
- (e) Pledge or sell such bonds, debentures or other securities; and Issue promissory notes, bills of exchange and other negotiable or transferable instruments, subject to the bylaws herein.

Part 10 - Amendments to Bylaws, Regulations and Shooting Rules.

10.1 The bylaws of the Society shall only be enacted, amended or repealed by a resolution passed by a three-quarter (3/4) majority of the voting members at a general meeting. Provided a notice of motion showing the text of the resolution has been received by the Secretary not less than sixty (60) days prior to the meeting or, if proposed by the Board of Directors, the notice of motion and the text of the resolution shall be given to the members by mail sent no less than twenty (20) days prior to the meeting;

10.2 The Regulations and Shooting Rules shall only be enacted, amended or repealed, except where they conflict with the existing bylaws, by a three quarter (3/4) majority of the directors at a meeting of the Board of Directors at which a minimum of three quarters (3/4) of the then members of the Board of Directors have been present and voted on such resolution; and Proxies shall not be recognised at any meeting of the Society.

Part 11. Tournaments – sanctioned.

11.1 The Board of Directors may consider submitting bids to host any of the following tournaments;

- (a) International Championships/National Championships
- (b) Provincial Championships
- (c) World Archery Star Tournaments
- (d) Archery Canada Record Registered Tournaments

Part 12 - Interpretation.

12.1 In these Bylaws or in the Regulations and Shooting Rules or in any resolution or either the Society, the Executive Committee or the Board of Directors, unless the context otherwise

requires, words importing the singular or the masculine shall include the plural of the feminine, as the case may be, and vice versa.