

SOCIETY ACT
CONSTITUTION

1. The name of the Society is

SENIORS TENNIS ASSOCIATION OF THE NORTH SHORE

2. The purpose of the Society is:
- (a) to enhance enjoyment of life and to extend tennis participation of active senior tennis players;
 - (b) to promote active participation of senior tennis players who do not have partners, opponents, available facilities or club affiliation;
 - (c) to promote maximum use of existing tennis facilities, both indoor and outdoor, by senior tennis players under the most favourable terms possible;
 - (d) to prepare and distribute a membership roster;
 - (e) to publish and distribute newsletters to the society members;
 - (f) to promote the addition of court facilities, when required;
 - (g) to promote increased senior tennis players involvement in Tennis B.C. projects within the area;
 - (h) and to promote and organize senior tennis tournaments if demand warrants.
3. Nothing in the foregoing shall be considered restrictive or binding on directors or other members of the Society. This provision is alterable.

SOCIETY ACT
BY-LAWS OF
SENIORS TENNIS ASSOCIATION OF THE NORTH SHORE

PART I – INTERPRETATION

- 1 . The word “Society” in these by-laws shall mean the Association and its members registered in British Columbia under the name “SENIORS TENNIS ASSOCIATION OF THE NORTH SHORE”.
2. The words “Society Act” in these by-laws shall mean the “SOCIETY ACT” of the Province of British Columbia from time to time in force and all amendments to it.
3. The phrase “Special Resolution” in these by-laws shall have the meaning thereto given by the Act.
4. The phrase “Ordinary Resolution” in these by-laws shall have the meaning thereto given by the Act.
5. The word “Director” in these by-laws shall mean The Board of Directors of the Society for the time being.
6. The phrase “Registered Address of a Member” in these by-laws shall mean the address on his/her application for registration or as amended by the member in writing from time to time.
7. The word “Senior” in these by-laws shall mean a person fifty-five (55) years of age or older and his/her spouse fifty (50) years of age or older.
8. In these by-laws, words importing the singular include the plural and vice versa; and words importing a male person include a female person or a corporation.

PART 2 – MEMBERSHIP

9. There shall be the following classes of membership in the Society, namely: Regular Members, Corporate Members, Life Members, and such other classes of membership as may be determined by special resolution.
10. The following rights and restrictions shall be attached to the classes of membership:
 - (a) The Regular Member is a Senior who has paid membership dues in accordance with policies established by the Directors from time to time and who is entitled to one (1) vote at all meetings of members of the Society;
 - (b) the Corporate Member shall be any individual, firm, corporation or other body interested in furthering the interest of the Society and shall NOT be entitled to vote at meetings of the Society and shall pay an annual fee as set by the Directors from time to time;
 - (c) the Life Member shall be any former Regular Member who is nominated and approved by the Directors and shall have all the rights of a Regular Member. However, he shall not be required to pay membership dues.
11. Any person meeting the requirements for the class of membership applied for may become a member upon complying with and subject to the by-laws of the Society. Each application for membership shall be accompanied by a completed registration form and the appropriate annual fee.
12. The amount of the annual membership fee has been set by the Directors at fifteen dollars (\$15). Subsequent annual membership dues shall be determined at the Annual General Meeting of the Society.
13. All members are in good standing except a member who has failed to pay his current annual membership dues or any other subscription or debt due and owing by him to the Society.
14. A person shall cease to be a member of the Society:
 - (a) by submitting a resignation in writing to the secretary of the Society or by mailing or delivering it to the address of the Society;
 - (b) on his death or in the case of corporation on dissolution;
 - (c) on being expelled;
 - (d) on having been a member not in good standing for ninety (90) days.
15. Directors shall have the power, by a vote of three-fourths (3/4) of those present at a meeting called for the purpose, to expel any member whose conduct shall have been determined by the Directors to be improper, unbecoming, or likely to endanger the interests or reputation of the Society, or commits a breach of the by-laws of the Society, subject to review and approval at the next Annual General Meeting or at an Extraordinary General Meeting called specifically for that purpose.

16. The member subject to expulsion will be given an opportunity to speak on his own behalf at any meeting – Directors, Annual General or Extraordinary called to consider expulsion.

PART 3 – MEETINGS OF MEMBERS

17. The Annual General Meeting of the Society shall be held each year on a date and at an hour and place to be fixed by the Directors within three (3) months after the end of the fiscal year. The fiscal year commences the first day of March and ends on the last day of the following February.
18. The Directors may call a General Meeting whenever they think fit, and must call a General Meeting when requested in writing by not less than ten (10) percent of the members entitled to vote. In the case of such a requisition, the following provisions shall have effect:
 - (a) the requisition must state the purpose of the meeting and must be signed by the requisitionists, and must be sent by registered mail to the address of the Society;
 - (b) If the Directors do not proceed to cause a meeting to be held within twenty-one (21) days from the date of requisition being so delivered, the requisitionist may themselves convene the meeting, but any meeting so convened shall not be after four (4) months from the delivery of the requisition.
19. Fourteen (14) days notice specifying the place, date and hour of any Annual General Meeting of the Society and the general nature of business to be conducted shall be sent by mail to the registered address of each member entitled to vote. Service of the notice shall deem to be effected on the day following the date of posting.
20. 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.

PART 4 – PROCEEDINGS AT GENERAL MEETING

21. The business transacted at any General Meeting of the Society will be according to and in the order of the notice of meeting unless a majority of members present determine otherwise.
22. Any business arising at the meeting may be transacted unless determined by a majority of those members present to be out of order.
23. The quorum for the transaction of business at meetings shall consist of not less than twenty (20) members entitled to vote.

24. No business shall be transacted at any General Meeting unless the requisite quorum of the members entitled to vote shall be present.
25. If a General Meeting is called by member requisition and a quorum is not present within thirty (30) minutes of the appointed time, the meeting shall be dissolved and the requisition shall be null and void. However, if the General Meeting is called by the Directors and a quorum is not present within thirty(30) minutes of the appointed time, the meeting shall stand adjourned until the following week (same day, place and time). If this day should be a statutory holiday, the adjourned meeting shall be dissolved, except for the Annual General Meeting in which case those Regular Members present shall be declared a quorum.
26. Matters of procedure at Society meetings not otherwise provided for in these By-laws shall be governed by the Rules of Order as laid down in the current text known as Robert's Rules of Order.

PART 5 – DIRECTORS: ELECTION & RESPONSIBILITIES

27. The affairs of the Society shall be managed by the Directors, not exceeding ten (10) in number and not less than six (6), each of whom at the time of the election and throughout the term of office shall be a Regular Member of the Society. Each Director shall be elected to hold office until a successor shall be duly elected or appointed and qualified. The term of office of each Director shall be one (1) year.
28. A Director shall not serve more than six (6) consecutive years.
29. A Director may be removed from office by Special Resolution of the Society.
30. The Directors shall have and exercise all the powers of the Society as fully and completely as the Society could in General Meetings, subject always, however, to the provisions of the Society Act.
31. Directors at a meeting may appoint any Regular Member of the Society as a replacement for a Director unable to complete his term of office for whatever reason, subject to a limitation of two (2) replacements in any thirty (30) day period. Should the number of vacancies exceed this limitation, the replacement Directors shall be elected at a General Meeting called within fourteen (14) days of the vacancy occurring.
32. No Director shall be remunerated for being or acting as a Director, but a Director shall be reimbursed for all expenses necessarily and reasonably incurred by him while engaged in the affairs of the Society.
33. Every Director of the Society shall be deemed to have assumed office on the express understanding and agreement and condition that every Director of the Society and his heirs, executors, and administrators and estates and effects respectively shall, subject to the provisions of the Society Act, from time to time and at all times be indemnified and saved harmless out of the funds of the Society from and against all

costs, charges and expenses whatsoever which such Director sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever made done or permitted by him or other Director or Directors in or about the execution of the duties of his or their office, and also from and against all other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof.

PART 6 – DUTIES OF DIRECTORS

34. Directors shall determine and amend from time to time, for approval of the Society, the duties and powers of officers to ensure that all functions and responsibilities required to satisfy the Society Act and/or the Society are fulfilled as required.
35. There shall be a President, a Vice-President, a Secretary and a Treasurer and such other officers as the Directors may determine from time to time. These officers shall be elected by the Directors at their first meeting after an Annual General Meeting or after a General Meeting called to elect Directors.
36. The officers shall carry on the day-to-day business of the Society, including its banking business, subject to limitations placed thereon by the Directors of the Society.
37. The officers shall ensure that all duties and responsibilities assigned by the Directors to satisfy requirements of the Society Act and/or the Society are fulfilled as required.
38. The President shall be the Chairperson at all meetings of the Society and of the Directors and shall supervise the other officers in the execution of their duties.
39. Should the President be absent, the Vice-President shall carry out his/her duties.
40. The Secretary shall:
 - (a) conduct the correspondence of the Society;
 - (b) issue notices of meetings of the Society and the Directors;
 - (c) keep all Minutes of the Society and of the Directors;
 - (d) have custody of all records and documents of the Society except those required to be kept by the Treasurer.
41. The Treasurer shall:
 - (a) keep the financial records, including books of account, necessary to comply with the Society Act, and
 - (b) render financial statements to the Directors, Members, Auditor and others when required.

PART 7 – MEETINGS OF DIRECTORS

42. Directors' meetings shall be held at such time and at such place as the Directors may determine from time to time. A meeting of the Directors may be convened by the President or any two (2) Directors at any time upon giving to each Director not less than two (2) days notice before the meeting is to take place. A quorum will consist of a majority of the current Directors.
43. No resolution proposed at a meeting of Directors or committee of Directors need be seconded and the Chairperson of a meeting may propose a resolution.
44. The Chair person will not vote on a resolution except in the case of an equality of votes.
45. Matters of procedure at Directors' meetings not otherwise provided for in these By-laws shall be governed by the Rules of Order as laid down by the current text known as Roberts Rules of Order.
46. The Directors may delegate any, but not all, of their duties to committees consisting of such member or members of the Society as they think fit. Committees so formed shall, in the exercise of the duty so delegated, conform to regulations that may be imposed on them by the Directors.

PART 8 – BORROWING POWERS

47. For the purpose of carrying out the objects of the Society, the Directors may borrow, raise and secure payment of money in such manner as they think fit, provided they have prior approval of a Special Resolution at a General Meeting especially called for the purpose, by a minimum of seventy-five (75) percent of Members present.

PART 9 – SUBSCRIPTIONS

48. For the purpose of carrying out the objects of the Society, the Directors may solicit subscription of money or future payment from Society Members, Government bodies (Municipal, Provincial or Federal) or the general public, in such manner as they think fit, provided such monies are retained in a special trust account in a recognized public financial institution, pending approval at an Extraordinary General Meeting of the Society for expenditure of said monies for the designated purpose.
49. The Directors will be responsible for maintaining records of all subscribers. Such records will consist of name, address, phone number, and affiliations where and when applicable.
50. Should any subscription funds fall short of budget requirements or fail to receive Society approval for the purposes subscribed, or in any way fail to be expended for the purposes subscribed, the original subscription amount shall be returned to the subscriber at the address of record.

51. Any interest accruing on subscription funds shall in the first part be applied to subscription objectives and, in the second part, failing expenditure for subscription purposes, be applied to the return of subscription funds and, in the third part, any balance shall accrue to the Society funds. Any unreturnable funds shall accrue to the Society funds after a period of six (6) months following distribution.

PART 10 – SIGNING POWERS

53. Legal instruments of the Society shall be signed by two officers, together and at the same time, one of whom to be the President or Vice-President or such other officers as may be prescribed from time to time by resolution of the Directors.
53. Cheques drawn on Society funds held in a public financial institution shall be signed by the Treasurer and one other officer, or, in the absence of the Treasurer, another officer assigned by the Treasurer.

PART 11 – ANNUAL ACCOUNTING

54. The Directors shall appoint the President and one other Director, in addition to the Treasurer, to validate the Society's financial statements. Should any members request an audit of those financial statements, those members shall pay all costs incurred by such an audit.
55. Financial statements as required by the Act, together with all such other documents and reports as are thereby required shall be placed before each Annual General Meeting of the Society and filed with the Registrar of Companies in accordance with the Act.

PART 12 – BY-LAWS

56. On being admitted to membership, each member is entitled to receive, upon request, without charge, a copy of the Constitution and By-laws.
57. The By-laws of the Society shall not be altered or added to except by special resolution of the Society and in compliance with the Act.

PART 13 – INSPECTION OF BOOKS AND MINUTES

58. The books and records of the Society shall be kept at the address of the Society or at such other places as the Directors think fit and shall be open to the inspection of the Directors during normal working hours (9:00 a.m. to 4:00 p.m., Monday through Friday, holidays excluded.)
59. The books and records of the Society shall be open to the inspection of any member in good standing upon written request to the Directors stating reasons for inspection and the books shall be produced by the Directors to the members within a reasonable period of time.

PART 14 – DUES AND FINANCES

60. Annual dues for membership in the Society will be based on a forecast operational budget submitted and approved at the Annual General Meeting.
61. From time to time, special projects may be approved by the Directors, as they see fit, for the benefit of any groups formed from within the Society provided in the first part that the group is open to any Regular or Life Member able and desiring to participate and, in the second part, that expenditures are covered by subscriptions from those benefitting.
 - (a) Should expenditures for an approved project be under budget, any excess will be added to the Society's general funds.
 - (b) Should expenditures for an approved special project be over budget, the group may request the Directors to approve a covering grant from general funds.
 - (c) Should the Directors withhold approval to cover an over-expenditure for a special project for any reason, then those benefitting from the special projects will be responsible for the overage on a pro rata basis.
 - (d) Application forms for member participation in special projects must define the scope of the project and contain the considerations (a) to (d). Before participating in special projects, applicants must sign the application form indicating agreement with these limitations.

THE CONSTITUTION AND BY-LAWS WERE

INCORPORATED ON NOVEMBER 30, 1988

1ST REVISION ON APRIL 19, 1993

2ND REVISION ON APRIL 14, 1998

3RD REVISION ON MARCH 26, 2002

4TH REVISION ON JUNE 25, 2004