



*T.K. Sparks*  
**T.K. SPARKS**

# Constitution & Bylaws

## CONSTITUTION OF Whistler Field Hockey Club

The name of the society is "Whistler Field Hockey Club"

The purposes of Whistler Field Hockey Club are:

To promote the sport of field hockey within Whistler, British Columbia, and to encourage any and all who are so interested to participate and play field hockey.

To promote respect for all those involved in the sport, including players, spectators, officials, coaches, managers.

To foster and to provide an inclusive, diverse and equitable environment in which to play the sport of field hockey.

## BY-LAWS OF Whistler Field Hockey Club

### Part 1. INTERPRETATION

1.1 In these By-laws, unless the context otherwise requires:

1.1.1 "**Society**" means Whistler Field Hockey Club.

1.1.2 "**Society Act**" means the Society Act of British Columbia from time to time in force, and amendments to it.

1.1.3 "**Board**" refers to the Board of Directors of the Society.

1.1.4 "**Director**" means an individual member of the Board of Directors.

1.1.5 "**Member**" refers to any team or individual who is a member in good standing, in accordance with the current Bylaws of the Society.

1.2 Words importing the singular include the plural and vice versa.



## **Part 2. MEMBERSHIP**

### 2.1 Categories of Membership:

Whistler Field Hockey Club shall have four membership categories, two of which shall be voting memberships and two of which shall be non-voting memberships.

#### 2.1.1 Voting Members

- a. Senior Player, aged 19 and over as of January 1 in any playing season.
- b. Junior Player, players aged 18 and under January 1 in any playing season.

#### 2.1.2 Non-Voting Members

- c. Club Coach/Official.
- d. Honorary member shall be a person, company, business, school, institution or other entity that makes an outstanding contribution to the welfare of the Club or the sport of field hockey in Whistler, B.C..

### 2.2 Responsibilities of Membership:

2.2.1 Membership for all voting memberships and non-voting memberships is

2.2.2 To remain in good standing in the Society, it shall be the duty of each member to pay the membership fee.

2.2.3 Every member shall uphold the Constitution of the Society and comply with these Bylaws.

2.2.4 Every member shall comply with the Policies and Procedures of the Society.



### 2.3 Termination of Membership

A voting or non-voting member, school or associate member shall cease to be a member of the Society

2.3.1 by delivering the resignation from an authorized signatory of a member or school, in writing to the President of the Society, or

2.3.2 by delivering his/her Associate Member resignation in writing to the President of the Society; or

2.3.3 if an individual, on his/her death, or

2.3.4 by reason of expulsion as outlined in 2.4

2.3.5 upon completion of the membership term.

### 2.4 Expulsion from Membership

A voting or non-voting member may be expelled from the Society by a special resolution of the members passed at a general meeting.

2.4.1 The notice of special resolution for expulsion must be accompanied by a brief statement of the reason or reasons for the proposed expulsion.

2.4.2 The person who is the subject of the proposed resolutions for expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

2.4.3 The special resolution shall include the date, if any, that the individual may re-apply for membership in the Society.



### **Part 3. GENERAL MEETINGS**

#### **3.1 Timing and Notice of General Meetings:**

3.1.1 General meetings shall be held in British Columbia at such time and place, in accordance with the Society Act, as the directors decide.

- a. The Annual General Meeting shall be held annually in the calendar month of March.

3.1.2 Any general meeting, other than listed in 3.1.1, is an extraordinary general meeting.

3.1.3 An extraordinary general meeting shall be convened at the direction of the Directors, or upon request to the Directors by ten percent (10%) of the total available votes registered in the Society.

3.1.4 Fourteen (14) days written notice of a general meeting shall be given, specifying the place, the day and the hour of meeting, the meeting agenda, and, in case of special business, the general nature of that business.

3.1.5 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.

#### **3.2 Voting at General Meetings:**

3.2.1 Each Senior Playing Member, Junior Playing Member (aged 18 and under) shall have one vote each. Votes may be cast on behalf of other members via proxy. Proxy votes are subject to the completion of a proxy form and adherence to the submission requirements.

Junior members under the age of 18 must designate a senior member in good standing, who must be over 18 years of age, to vote on their behalf.

3.2.2 Each Director shall have one (1) vote.



3.2.2.1 Notwithstanding 3.2.2, the Chairperson of the general meeting does not cast a vote while presiding over the meeting.

3.2.3 Members must be properly registered as members of the Society on February 28th of the membership year in order to be eligible to vote at an Annual General Meeting. Members must be properly registered as members of the Society at least twenty-one (21) days prior to the date of any other general meeting, to be eligible to vote at that meeting.

3.2.4 Any vote may be cast by proxy. At least 15 minutes prior to the published start of the meeting, the duly completed proxy form shall be registered with the meeting secretary. No one person shall carry more than 36 votes at a General Meeting.

3.2.5 All individuals carrying team or individual votes in person must register with the meeting secretary at least 15 minutes prior to the published start of the meeting.

3.2.6 Voting is by show of hands, unless the members otherwise decide.

3.2.7 A quorum for the transaction of business at General Meetings of the Society shall be three percent (3%) of total available votes registered in the Society, plus a minimum of two (2) Directors of the Society.

3.2.8 If at any time during a general meeting there ceases to be a quorum present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

3.2.9 If within 30 minutes from the time appointed for the general meeting, a quorum is not present, the meeting, if convened on the requisition of members, must be terminated, but in any case, it must stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the members present represent a quorum.

3.2.10 The President, Vice President or, in the absence of both, one of the other Directors present must preside as chair of the general meeting.



3.2.10.1 Notwithstanding 3.2.10.1, if at a general meeting there is no President, Vice President or other Director present within 15 minutes after the time appointed for holding the meeting, or if the President and all other Directors present are unwilling to act as Chairperson, the members present must choose one of their number to be the Chair.

### 3.3 Business Conducted at General Meetings

#### 3.3.1 Annual General Meeting

At the Annual General Meeting, the business of the meeting shall include:

- a. Reports from Directors
- b. Presentation of the audited financial statement,
- c. The election of Directors
- d. The appointment of the auditor, where and when applicable, and
- e. Membership fees for the following membership year, where and when applicable

Any other items of business for which a formal vote is to be taken shall be included in the notice of meeting, and no other topic shall be presented for a formal vote without fourteen (14) days written notice

## **Part 4. DIRECTORS AND OFFICERS**

### 4.1 The Board of Directors

4.1.1 There shall be six Directors of the Society. The Directors shall be President, Vice President, Treasurer, Operations, Communications, and Fundraising. The number of Directors may be increased as the Club grows, and will be voted on in the AGM.

4.1.2 Directors can be elected for a maximum of two x 3 year terms. Three Directors shall be elected one year, and three Directors elected the following year.

- a. The President, Operations and Communications shall be elected one year.



b. The Vice President, Treasurer and Fundraising Director shall be elected the following year.

c. The President may only serve for a maximum of two consecutive terms.

4.1.3 Directors must be members in good standing.

4.1.4 Nominations must be received two weeks prior to the Annual General Meeting. Nominations may be accepted from the floor

#### 4.2 Resignation or Removal of Directors

4.2.1 A Director may resign his/her position by submitting a letter of resignation to the President. The President may submit a letter of resignation to the Vice President. The Board may then appoint a new Director to fill the vacancy to the end of the term for that position, except for the position of President. The Vice president automatically fills a vacancy in the Presidency, and the Board then fills the vacant Vice President position.

4.2.2 The Members may, by Special Resolution, remove a Director before the expiration of his/her office, and may elect a successor to serve at the next annual meeting. A Director may be removed from office for:

- a. dereliction of duty, or
- b. non-compliance with the Constitution and Bylaws of the Society or the Policies & Procedures of the Society, or
- c. any situation that, in the opinion of the membership, embarrasses or negatively affects the Society.

#### 4.3 Meetings of the Board of Directors

4.3.1 The Board of Directors shall meet a minimum of four (4) times per year at such time and place as they choose, to conduct business, adjourn and otherwise regulate their meetings and proceedings as they see fit.

4.3.2 A quorum shall be a majority of Directors then in office.



4.3.3 The President shall chair all meetings of the Directors. If the President is not present, the Vice President shall chair the meeting.

4.3.4 The chair does not vote at meetings of Directors.

4.3.5 Meetings of Directors may be conducted in person, by media conference or a combination thereof.

## **Part 5. DUTIES AND POWERS OF DIRECTORS**

5.1 The Directors may exercise all such powers and do all such acts and things as the Society may exercise and do, and which are not excluded by these by-laws or statute or otherwise lawfully directed or required to be exercised or done by the Society in general meeting, but subject, nevertheless, to the provisions of

5.1.1 All laws affecting the Society;

5.1.2 These by-laws; and

5.1.3 Rules, not being inconsistent with these by-laws, which are made from time to time by the Society in general meetings.

5.2 A rule made by the Society in a general meeting, does not invalidate a prior act of the Directors that would have been valid if that rule had not been made.

5.3 Specific duties of the Directors are in the Society's Policies and Procedures, but within the context of the Bylaws of the Society,

5.3.1 The President shall:

a. preside at all meetings of the Society and of the Directors unless the directors otherwise decide,

b. be the Chief Executive Officer of the Society and supervise the other Directors in the execution of their duties,

c. supervise the staff in the execution of their duties

d. act as the Society's spokesperson





e. perform other tasks as may be assigned by the Board or Executive from time to time.

5.3.2 The Vice President shall carry out the duties of the president during his/her absence, and other tasks as may be assigned by the Board or Executive from time to time.

5.3.3 The Treasurer shall

- a. Ensure that appropriate financial records, including books of account, are kept by the Society, as are necessary to comply with the Society Act;
- b. Ensure that financial statements are distributed to the Directors, members and others when required.
- c. Undertake additional tasks as may be assigned by the Board.

5.3.4 The other Directors will be responsible for their specific portfolio as outlined in the Society's Policies and Procedures, and shall undertake tasks as may be assigned by the Board from time to time.

5.5 The Board of Directors may, from time to time and at their discretion, hire full-time and/or part-time staff to work for the Society in such capacity as the Board sees fit.

## **Part 6. COMMITTEES OF THE SOCIETY**

### **6.1 Standing Committees**

Standing Committees shall be struck to conduct the business of the Society. The composition, terms of committee office, scope of responsibility and jurisdiction of each committee shall be limited and outlined in the Operating Policies and Procedures of the Society.

The Standing Committees of the Society are:

6.1.1 Programming, Coaching and Umpiring Committee: to be chaired by the Director of Operations

6.1.2 Nominations Committee: to be chaired by the Vice President



## 6.2 Ad Hoc Committees

The Board of Directors may, from time to time, strike Ad Hoc Committees to undertake specific tasks or pieces of business.

The Ad Hoc Committee:

6.2.1 shall report to the Board through a designated Director,

6.2.2 shall have committee members from inside or outside of the Society membership, as if required by the task in question, and

6.2.3 will be dissolved upon completion of the assigned task, or the next Annual General Meeting, whichever comes first.

## **Part 7. REMUNERATION**

No Director or officer shall be remunerated for being or acting as a Director or officer but a Director or officer may be reimbursed for all expenses necessarily and reasonably incurred by him/her while engaged in the affairs of the Society.

## **Part 8. BORROWING**

The Directors may, on behalf of and in the name of the Society, exercise all the powers of the Society to borrow or raise or secure the payment of money, in such manner and form, and in such amounts and upon such terms as they consider appropriate. No Debenture shall be issued without the sanction of a Special Resolution.

## **Part 9. ACCOUNTS & AUDIT**

10.1 The fiscal year of the Society shall commence January 1 of each year and end on the last day of December in the same year.

10.2 Unless an audit is waived by a majority of directors, the accounts and books of the Society shall be examined once a year by an auditor appointed at the Annual General Meeting of the Society, when required.



10.3 The Signing Officers for the Society shall be the President, Vice President, and the Director of Operations with any two of four signatures being required.

#### **Part 11. PARLIAMENTARY AUTHORITY**

Any matter or order or procedure respecting meetings of the Society for which express provision has not been made in the Bylaws, or for which only partial provision has been made, shall be determined, whenever possible, in accordance with the latest edition of Robert's Rules of Order.

#### **Part 12. THE CONSTITUTION AND BYLAWS**

12.1 On being admitted to membership, each member is entitled to, and the Society must make available without charge, a copy of the Constitution and Bylaws of the Society.

12.2 The Constitution and Bylaws of the Society may be altered or added to by Special Resolution at any General Meeting of the Society, with the support of a 2/3<sup>rd</sup> registered vote at the general meeting.

12.3 The purposes of the society shall be carried out without purpose of gain for its members and any profits or other accretions to the society shall be used for promoting its purposes. This provision was previously unalterable.

12.4 In the event of the dissolution of the Association, funds and assets of the Association remaining after the satisfaction of its debts and liabilities, shall be given or transferred to such organization or organizations promoting interest in or development of the game of field hockey, as may be determined by the members of the Society at the time of dissolution provided that such organization or organizations shall be a registered society recognized by Revenue Canada Taxation as being qualified as such under the provisions of the Income Tax Act of Canada from time to time in effect. If effect cannot be given to the aforesaid provisions then such funds shall be given or transferred to some organization or organizations promoting interest in or development of some other amateur athletic endeavor. This provision was previously unalterable.



Amended 19th June 2021

Finalised 6th November 2021

## **Approved changes to Bylaws as of March 29th 2023 AGM**

These are the changes to the existing by-laws proposed by the WFHC Board in order to update as the club grows.

### **General:**

1. Amended layout and bullet point format throughout for easier reading.
2. Section 3.2.10 changed to 3.2.9 due to typographical error
3. Section 3.2.11 changed to 3.2.10 due to typographical error
4. Section 3.2.11.1 changed to 3.2.10.1 due to typographical error, and wherever referenced in that section.
5. 3.3.1 updated to the following:

#### *3.3.1 Annual General Meeting*

*At the Annual General Meeting, the business of the meeting shall include:*

- a. Reports from Directors*
  - b. Presentation of the audited financial statement,*
  - c. The election of Directors*
  - d. The appointment of the auditor, where and when applicable, and*
  - e. Membership fees for the following membership year, where and when applicable*
6. Section 4.1.1. is replaced with the following, to include the Treasurer, which was an elected Director role in 2022, and the addition of the Fundraising Director, as follows:  
*4.1.1 There shall be six Directors of the Society. The Directors shall be President, Vice President, Treasurer, Operations, Communications, and Fundraising. The number of Directors may be increased as the Club grows, and will be voted on in the AGM.*



7. Section 4.1.2 is replaced with the following, to adjust when Directors are up for election and the length of term: *4.1.2 Directors can be elected for a maximum of two x 3 year terms. Three Directors shall be elected one year, and three Directors elected the following year.*
  - a. *The President, Operations and Communications shall be elected one year.*
  - b. *The Vice President, Treasurer, and Fundraising Director shall be elected the following year.*
  
8. Section 4.1.4 to be updated as follows:  
*4.1.4 Nominations must be received two weeks prior to the Annual General Meeting. Nominations may be accepted from the floor.*
  
9. Section 6.1.3 changed to 6.1.2 due to typographical error
  
10. Section 10.1 regarding the fiscal year is to be updated to:  
*10.1 The fiscal year of the Society shall commence January 1st of each year and end on the last day of December in the same year.*
  
11. Section 10.2 regarding Auditing is to be updated to the following:  
*10.2 Unless an audit is waived by a majority of directors, the accounts and books of the Society shall be examined once a year by an auditor appointed at the Annual General Meeting of the Society, when required.*
  
12. Events/Fundraising Director - name change.
  - a. Any instance where "Events/Fundraising Director" occurs in the main Bylaw text, shall be changed to "*Fundraising Director*".