

## LAKE COUNTRY HERITAGE AND CULTURAL SOCIETY CONSTITUTION

(Adopted March 31, 2014 and amended April 10, 2014)

### Name

The name of the Society is the Lake Country Heritage and Cultural Society (hereafter “the Society”) as incorporated October 11, 1984.

### Purpose

- to collect, preserve, describe, exhibit and act as repository for materials and artifacts pertaining to the establishment and development of Lake Country. This includes the collection and exhibition of natural and cultural materials of interest and significance to the residents of Lake Country.
- to promote and enhance education and access opportunities through exhibits, events, publications, web presence, and other means.
- to maintain and operate the Museum building which houses the museum exhibits and the archives.
- to provide input on heritage issues as they involve Lake Country, including the heritage value of buildings, the naming of parks and roads, and the recognition of heritage assets.

## BYLAWS

### MEMBERS

#### 1. Membership Categories

- all active volunteers.
- Directors of the Society.
- Life Members of the Society.
- Lake Country Mayor and Councilors and a municipal representative, ex officio.
- a person who makes a donation in cash or kind or who expresses a desire to be a member may be invited by the Board to become a member.

#### 2. Powers and Duties of Members

- approving of the Minutes of the previous General Meeting.
- moving, amending and voting on motions at General Meetings
- passing of annual reports.
- approving of next year’s budget.
- nominating and electing Directors and table officers of the Society.

### 3. Term of membership

- membership is ongoing unless cancelled or revoked.
- a member may resign at any time.
- a member may be expelled by a majority vote at any General Meeting of the Society.
- any person who ceases to be a member of the Society shall forfeit all right, title, interest, claim and demand in the property and assets of the Society.
- a regularly updated list of active volunteers, Directors, Life Members, and municipal officers will be maintained by the Society.

## GENERAL MEETINGS

### 1. Annual General Meeting

- to take place in the Spring of each year, within the bounds of Lake Country.
- to be given a minimum of fourteen days notice via email or post to members.
- to be given a minimum of fourteen days notice of meeting in the local paper and the website.
- notices to include a call for agenda items and a list of positions open for election.

### 2. Special General Meetings

- are at the call of the President.
- to be given fourteen days notice, subject to reduction under special circumstances.
- to be called in a timely fashion if a request to the President is made by ten or more members.

### 3. Proceedings at Annual General and Special Meetings

- a quorum, consisting of ten or more members, is required.
- the President, or a Designate authorized by the President, shall preside.
- voting shall be by show of hands unless there is a demand for a secret ballot.
- a demand for a secret ballot is non-debatable.
- each member has one vote.
- proxies are not permitted.
- the President or Designate will abstain from voting except to break a tie.

## DIRECTORS

- are elected to a three-year term with no limitation on the number of terms.
- may resign at any time.
- may be removed from office by a majority vote at any general meeting of the Society.
- a vacancy will be filled through election at an Annual General Meeting.
- a vacancy may be filled temporarily by a vote of the Board of Directors.

- the number of Directors shall be no less than five and no more than fifteen.

## MEETINGS OF THE BOARD OF DIRECTORS

### Duties of the Board of Directors

- planning and implementing the activities of the Society.
- creating standing or ad hoc sub-committees
- liaising with the District of Lake Country and other community groups or societies.
- receiving reports from Directors,.
- consulting with and receiving reports from staff.
- authorizing grant applications.
- authorizing expenditures.
- generally overseeing the operations of the Society.

### Proceedings of Meetings of the Board of Directors

- meetings require a quorum of 50% of Directors.
- motions shall be decided by a simple majority of votes.
- proxies are not allowed.
- only Directors shall have the right to make and vote on motions.
- visitors and staff shall have the right to speak to an issue at a meeting.
- the President or the designated Chairperson will abstain from voting except to break a tie.

## POWERS AND DUTIES OF DIRECTORS

### President

- presides at General Meetings and meetings of the Board of Directors.
- has signing authority for contracts and financial items.
- determines which Directors, in addition to the Treasurer and the Vice-President, have signing authority.
- is responsible for hiring, evaluation, renewal and dismissal of Society employees and contractors.
- represents the Society at public occasions and events.
- is the spokesperson for the Society, except when this function is delegated to another Director.
- moves to the position of Past-President upon completion of term(s).

### Vice-President

- performs the duties of the President when the President is absent or unavailable.
- has signing authority for contracts and financial items.

## Treasurer

- is responsible for the keeping of all books of account and the conduct of all financial transactions as prescribed by law or as required by the Board of Directors.
- has signing authority for contracts and financial items.
- issues receipts for income tax purposes.
- prepares and submits for approval an annual budget to the Annual General Meeting.

## Secretary

- records the Minutes of all meetings of Board of Directors and general meetings.
- maintains a record of agendas, passed minutes, motions and reports, and makes these publicly available at the Society office.
- receives and responds to the correspondence of the Society.
- distributes notices of meeting and reports to Directors and members.

## Past-President

- provides support and counsel to the President, and takes on his/her duties as required.
- presides over the nomination and election of Directors and table officers at the AGM.
- if this office becomes vacant, it remains unfilled until a new President is elected.
- with the election of a new President, the out-going President moves to this position.

## Director – Curatorial

- liaises with the Curator, students and volunteers regarding the Museum and its artifacts.
- represents the curatorial function at Board meetings, although the Curator may also attend and present at meetings.
- promotes and enhances education and access opportunities.

## Director – Archival

- liaises with the Archivist, students and volunteers regarding the operation of the Archives
- represents the archival function at the Board of Directors.
- searches for, acquires, and accessions local records of significance.
- promotes and enhances education and access opportunities.
- *Note: the occupant of this position may, in fact, be the Archivist.*

## Director – Website

- oversees the Society website presence.

## Directors-at-Large

- there shall be at least two and at most seven.
- duties of all Directors may include but are not limited to: organization of events, communications, serving on sub-committees, writing and editing the Society's pamphlets and materials, contributing to the web-site, presenting on behalf of the Museum and Archives, liaison with other groups and societies, maintaining the membership list, and other duties as determined and assigned by the Chairperson and/or the Board of Directors.

## POWERS OF THE SOCIETY

### 1. Financial Year

- the financial year shall end on the 31st day of January of each year.
- the affairs of the Society shall be managed by the Directors who shall exercise all such powers of the Society as required by the Society Act of British Columbia and the Bylaws.

### Borrowing Powers

- the Directors may borrow from a bank or from any other person such sum not exceeding 50% of the estimated income of the Society in any year on such terms and conditions as the Directors may see fit.
- the Society may by special resolution, subject to the Society Act, borrow on mortgage or by the issue of debentures such sum as it may require for carrying out its objects.

### Review of Accounts

- the books and accounts of the Society shall be reviewed by a third party.
- the review report shall be presented to the Society at Annual General Meetings.

### Alteration of Bylaws

- the Bylaws of the Society may be altered by special resolution as defined by the Society Act at an Annual General Meeting or special general meeting called for the purpose.
- notice of intent will be given at the time the notice of meeting.

### Inspection of Books

- the books and records of the Society may be inspected at any general meeting or by reasonable notice to the Directors of the Society by any member or Director of the Society.

### Signing Authority

- all applications and official documents shall be signed by two authorized signatories.

### Dissolution of the Society

- in the event that the Society is dissolved, all assets acquired by the Society shall be donated to a successor group of similar aims with the approval of the District of Lake Country.

### Receiving and Giving of Donations

- the Society may receive grants, donations, gifts or contributions from any person or corporation or from any source whatever and apply the same to the purposes of the Society.
- the Society may cooperate with any other organization or person and make any contribution in furtherance of its purposes.