

**CONSTITUTION AND BY-LAWS
OF THE
NEW WESTMINSTER HORTICULTURAL SOCIETY**

CONSTITUTION

Name

1. The name of the organization is “The New Westminster Horticultural Society”

Purpose

2. The Society promotes the knowledge of gardening while providing members with an opportunity to learn about gardening in a stimulating environment.

BY-LAWS

Part 1 – Interpretation

1. Although not registered as a society with the Registrar of Companies for the Province of British Columbia the word “society” will be used in these by-laws instead of the word “organization”.
2. #2 omitted
3. A special resolution is one that requires a specific notice to members and said notice must be given not less than seven days before the meeting at which it is to be voted on.

Part 2 – Membership

4. A person becomes a member of the society upon payment of the annual dues of the society.
5. Every member shall uphold the constitution and comply with these by-laws.
6. a) Any member failing to comply and any member who in any way injures the interests of the society may be expelled by a special resolution of the members by majority vote at a general meeting.

b) Reasons for the proposed expulsion shall be given and the person who is the subject of the proposed special resolution for expulsion shall be given an opportunity to be heard before the motion is put to a vote.

c) If the member is expelled, they may appeal to a second meeting called within sixty (60) days.

7. a) The annual membership dues shall be determined by the executive at its meeting prior to the November general meeting. Any change shall be presented to the membership at the above meeting and upon approval, becomes effective January 1st of the following year.

b) The annual dues shall be payable at the first general meeting of the calendar year. Those whose dues are not paid by the general meeting in April shall cease to be members.

c) Anyone joining during the year may pay a prorated fee. The prorated fee will be established by the executive board. The guidance is the prorated fee should be something like 50% of the Membership fee and take effect in July each year.

8. Any paid up member shall be eligible for office and be entitled to vote.

9. In each January, members who have accumulated 25 years of continuous paid membership will be awarded the status of “life membership” in that no future membership dues will be collected from them. They will have all the privileges of regular paying members.

Part 3 – Meetings of Members

10. General meetings of the society shall be held at the place, date and time that the executive decides.

11. Members shall be informed by telephone call or email of all meetings and activities of the society.

12. Verbal or e-mail notice of meeting shall include place, date, time, the activity and any business that must be voted upon.

13. The president shall call a special general meeting when requested by the executive or any ten (10) members of the society.

14. No business shall be transacted at a special general meeting except that for which the meeting was called and shall require a quorum of fifteen (15) members.

Part 4 – Proceedings of General Meetings

15. A quorum of fifteen (15) members present shall be required to carry on the business part of the meeting.

16. In the absence of the president, the vice-president shall preside. In the absence of both, any one of the executives may act as chairperson.

17. a) Voting shall be by show of hands (exception 21.c).

b) Voting by proxy shall not be permitted.

c) Motions shall be decided by a majority of votes.

18. a) The chairperson may propose a motion; however, to do so they must surrender the chair to the vice-chairperson or someone else until the motion has been disposed of.
- b) In the case of an equality of votes the deciding vote is cast by the chairperson if they have not previously voted. However, the chairperson does not have to vote if they do not wish to.
- c) If the chairperson has previously voted and there is an equality of votes, the proposed motion shall not pass.

Part 5 – Officers and Executive

19. The executive of the society shall be comprised of the president, vice president, secretary, treasurer, plus up to six (6) members at large.
20. a) The executive members shall be elected at the Annual General Meeting in November.
- b) Their terms of office shall commence on January 1 of the following year.
- c) The terms of office for all executive member positions are for two (2) calendar years
- d) For elections in odd numbered calendar years, the positions of President, Treasurer and three (3) members at large shall be elected at the November Annual General meeting.
- e) For elections in even numbered calendar years, the positions of Vice-President, Secretary and three (3) members at large shall be elected at the November Annual General Meeting.

Part 6 – Procedure for Election of Officers

21. a) The nominating committee shall be made up of a NWHS Past-President and up to four (4) society members in good standing whose duties shall commence with the September Executive Committee meeting.
- b) Nominations, in addition to the report presented by the nominating committee, may be in writing or from the floor. In both instances, the nominator must have the prior consent of the nominee.
- c) In the event that two or more are nominated for one of the executive positions, elections shall take place by secret ballot.
- d) In the event that a vacancy occurs resulting in a member of the Executive Committee being unable to complete their term of office, the vacancy shall be filled by appointment by the Executive Committee or by election at a subsequent regular general meeting of the membership. Vacancies of less than one calendar year shall be filled by appointment and vacancies of one year or more shall be filled by the election process.

Part 7 – Proceedings of the Executive

22. A quorum of the executive shall consist of five (5) members.
23. The executive may meet when and where they see fit but not less than eight (8) times during the year.
24. In the absence of the president, the vice president shall preside. In the absence of both, any one of the executives shall act as chairperson.
25. The executive shall have the final word in the planning of the general meetings and of any outside activities. The executive shall also manage the society's affairs.
26. a) Voting shall be by a show of hands.
- b) Voting by proxy shall not be permitted.
- c) Motions shall be decided by a majority of votes.
27. a) The chairperson may not propose a motion.
- b) In the case of an equality of votes, the deciding vote is cast by the chairperson if they have not previously voted. However, they do not have to vote if they do not wish to.
- c) If the chairperson has previously voted and there is an equality of votes, the proposed motion shall not pass.
28. The executive shall be empowered to form committees as they see fit; the committees in turn are answerable to the executive.
29. In the event that there is a vacancy on the executive during the year, the executive is empowered to appoint a member to take the place of the former member of the executive. They shall hold office for the balance of the year.
30. The executive is empowered to remove from office, by a two-thirds (2/3) majority, an official acting against the interests of the society.
31. All members of the executive are answerable to the executive as a whole and must conform to all decisions agreed upon.

Part 8 – Duties of Officers

32. The president shall preside at general and executive meetings and shall preserve order. They shall be a member ex officio of all committees.
33. The vice president shall perform the duties of the president in their absence.
34. The secretary shall:

- a) Keep minutes of all executive and general meetings.
- b) Conduct the correspondence.
- c) Have custody of all records and documents of the society except those required to be kept by the treasurer.
- d) Ensure attendance is recorded at general meetings.

35. In the absence of the secretary, the president shall call for a volunteer replacement.

36. The treasurer shall:

a) Collect all monies due the society and deposit same in a chartered bank in Canada or in a Credit Union covered by the Credit Union Insurance Corporation of British Columbia

b) Keep accurate records of all transactions together with supporting invoices and receipts.

c) Furnish a statement thereof to the membership and to the executive at every meeting of both bodies.

d) Maintain the register of members.

37. a) Signing officers shall be the president, vice president and treasurer. Two of the three are required to sign all cheques.

b) A chequing account is to be maintained.

c) Withdrawal of funds shall require two signatures.

38. Any single item disbursements over five hundred dollars (500.00) must have the authority of the membership. Said authority shall be based on a motion carried by a two-thirds (2/3) majority vote.

39. a) Monies over and above what is required to meet the financial needs of the society shall be invested in Canada Savings Bonds or term deposits with any financial institution covered by the Canada Deposit Insurance Corporation or by the Credit Union Deposit Insurance Corporation of British Columbia. Upon maturity the funds shall be re-invested as decided by the executive.

b) Interest accruing from the investments shall be deposited in the chequing account or reinvested upon the discretion of the executive.

c) Any investment papers shall be kept in the custody of the treasurer.

40. Omitted 40.

Part 9 – Examination of the Financial Records

41. The Executive shall appoint, by the month of November, an external and independent person, with accounting experience, that will examine the completed current year financial records as prepared by the Treasurer.

42. No member of the Society shall be the Examiner of the financial records.

43. #43 Omitted.

44. The Examiner's findings shall be presented by the treasurer at the March general meeting.

Part 10 – Fiscal Year

45. The fiscal year of the society shall be from January 1st to December 31st.

Part 11 – Address of the Society

46. The address of the society shall be that of the current president or a post office mailbox.

Part 12 – Constitution and By-Laws

47. On being admitted to membership, each member is entitled to, and the society shall give them without charge a copy of the constitution and by-laws of the society if the member so wishes.

Part 13 – Expenses

48. Any member incurring an expense while engaged in the authorized affairs of the society shall be reimbursed upon presentation of receipts. Expenses shall be submitted as soon as possible after the expense is incurred and within the calendar year.

Part 14 – Amendments

49. a) An amendment to this constitution and by-laws shall first be submitted to the society at a general meeting in writing and then laid upon the table to be voted upon at the next general meeting. If two-thirds (2/3) of the members then present a vote in favour of the amendment, it shall be adopted.

b) All members shall be notified of the proposed amendments at least seven (7) days prior to the meeting at which it is to be voted upon.

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