| Model Bylaws (Societies Regulation 2015, Schedule 1 | Recommendations \& Changes (proposed revisions as of 20May18 Board meeting) | Rationale: |
| :---: | :---: | :---: |
| Part 1- Definitions and Interpretation <br> Definitions <br> 1.1 In these Bylaws: <br> "Act" means the Societies Act of British Columbia as amended from time to time; "Board" means the directors of the Society; <br> "Bylaws" mean these Bylaws as altered from time to time. <br> Definitions In Act apply <br> 1.2 The definitions in the Act apply to these Bylaws. <br> Conflict with Act or regulations <br> 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 1- Definitions and Interpretation <br> Definitions <br> 1.1 In these Bylaws: <br> "Act" means the Societies Act of British Columbia as amended from time to time; "Board" means the directors of the Society; <br> "Bylaws" mean these Bylaws as altered from time to time. <br> Definitions In Act apply <br> 1.2 The definitions in the Act apply to these Bylaws. <br> Conflict with Act or regulations <br> 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. | Bylaw definitions shall be interpreted to be aligned with the BC Model Bylaws. |
| Part 2 -Members Application for membership 2.1 A person may apply to the Board for membership in the Society, | Part 2 -Members Application for membership 2.1 A person may apply to for membership to the Society by filing | Part 2 -Members Application for membership 2.1 A standardized application form has been prepared and should be |

## Model Bylaws (Societies Regulation 2015, Schedule 1

and the person becomes a member on the Board's acceptance of the application.

## Duties of members

2.2 Every member must uphold the constitution of the Society and must comply with these Bylaws.
2.03 To qualify for membership, a person must:
a) Be nineteen (19) years of age or older;
b) Reside in or own or operate a business in the area described as School District 69 in the School Act;
c) Be of good character;
d) Submit to security screening provided by the RCMP as required;
e) Undergo any interview, questionnaires and/or tests prescribed from time to time by the directors.

## Amount of membership dues

2.4 The amount of the annual membership dues, if any, must be

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the prescribed application form. A person becomes a member upon the successful completion of the
application process.
Duties of members
2.2 Every member must uphold the constitution of the Society and must comply with these Bylaws.
2.3 To qualify for membership, a person must
(a) be nineteen (19) years of age or older;
(b) Reside in or own or operate a business in the area described as School District 69 in the School Act
(c). Be of good character;
(d) Submit to security screening provided by the RCMP as required;
(e) Undergo any interview and/or tests prescribed from time to time by the directors.

Amount of membership dues 2.4 The amount of the annual membership dues, if any, must be determined by the Board.

Member in good standing

## Rationale:

used in order to capture and document new volunteers, their preferred programs and contact information.

Duties of members
2.2 There was no reason to conflict with Model Bylaws.
2.3 Our needs go further than that stipulated in the model bylaws because of the need for screening, renewing of criminal record checks, and training and testing necessary for specific programs.

Amount of membership dues
2.4 Rather than mandate a membership fee, it was believed that this should be determined by the respective OCSV Board.

Member not in good standing

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determined by the Board.
Member not in good standing
2.5 A member is not in good standing if the member fails to pay the member's annual membership dues, if any, and the member is not in good standing for so long as those dues remain unpaid.

## Member not in good standing may not vote

2.6 A voting member who is not in good standing
(a) may not vote at a general meeting, and
(b) Is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members.

## Termination of membership if member not in good standing

2.7 A person's membership in the Society is terminated if the person is not in good standing for 6

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Changes
(proposed revisions as of 20May18 Board meeting)
(proposed)
2.5 To be a member in good
standing, the member has paid annual membership dues, if any, and a member has participated in OCSV programs for a minimum of 12 hours over a 12 month period and has completed an annual OCSV
orientation session.

### 2.5.1 Eligibility for service

recognition awards will be offered to those individuals who maintain 48 hours of participation over a 12 month period. A member not in good standing may not vote.

Member not in good standing
2.6 A member is not in good standing if the member fails to pay the member's annual membership dues, if any, and does not participate in OCSV programs for one hour over a 12-month period.

Member not in good standing may not vote
2.6.1 A voting member who is not in good standing;
(a) may not vote at a general

## Rationale:

2.5 The minimum requirement for participation was set intentionally low in order to avoid losing members due to unforeseen circumstances that would have prevented them from participating in events in a given year. This does not mean that we cannot set "expectations" higher, say, at 48 hours per year.

Member not in good standing may not vote
2.6 There was no reason to diverge from the Model bylaws in the Society's Act.

Termination of membership if member not in good standing 2.7 This was drafted with the hopes that this would be the exception rather than the rule and would only occur in exceptional circumstances.

| Model Bylaws (Societies Regulation 2015, Schedule 1 | Recommendations \& Changes (proposed revisions as of 20May18 Board meeting) | Rationale: |
| :---: | :---: | :---: |
| consecutive months. | meeting, and <br> (b) Is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members. <br> Termination of membership if member not in good standing <br> 2.7 A person's membership in the Society is terminated if the person is not in good standing for 12 consecutive months. <br> 2.7.1 Additionally, a person's membership in the Society may be terminated if either of the following instances occur: <br> (a) The member does not maintain a current and valid Police Information Check <br> (P.I.C.), as defined in the policy and procedures manual, or <br> (b) The resulting P.I.C. reports a violation that would draw into question the member's eligibility to participate as a volunteer for OSCV programs/events. |  |


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| :--- | :--- | :--- |
|  | (c) A person's membership in the <br> Society is terminated if the person is <br> not acting in the best interests of the <br> OCSV. |  |
|  |  |  |


| Model Bylaws (Societies Regulation 2015, Schedule 1 | Recommendations \& Changes (proposed revisions as of 20May18 Board meeting) | Rationale: |
| :---: | :---: | :---: |
| Part 3-General Meetings of Members <br> Time and place of general meeting <br> 3.1 A general meeting must be held at the time and place the Board determines. <br> Ordinary business at general meeting <br> 3.2 At a general meeting, the following business is ordinary business: (a) adoption of rules of order; <br> (b) consideration of any financial statements of the Society presented to the meeting; <br> (c) consideration of the reports, if any, of the directors or auditor; (d) election or appointment of directors; <br> (e) appointment of an auditor, if any; <br> (f) Business arising out of a report of the directors not requiring the passing of a special resolution. <br> Notice of special business <br> 3.3 A notice of a general meeting | Part 3 - General Meetings of Members <br> Time and place of general meeting <br> 3.1 A general meeting must be held at the time and place the Board determines. <br> Ordinary business at general meeting <br> 3.2 At a general meeting, the following business is ordinary business: (a) adoption of rules of order; <br> (b) consideration of any financial statements of the Society presented to the meeting; <br> (c) consideration of the reports, if any, of the directors or auditor; (d) election or appointment of directors; <br> (e) appointment of an auditor, if any; <br> (f) Business arising out of a report of the directors not requiring the passing of a special resolution. Notice of special business | Part 3-General Meetings of Members <br> Time and place of general meeting <br> 3.1 No explanation needed <br> Ordinary business at general meeting <br> 3.2 Follows a logical and traditional addressing of business. No explanation required. <br> Notice of special business 3.3 In the event such a meeting was held, this bylaw would ensure members would be provided sufficient detail to determine the |

## Model Bylaws (Societies Regulation 2015, Schedule 1

must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.

## Chair of general meeting

3.4 The following individual is entitled to preside as the chair of a general meeting: (a) the individual, if any, appointed by the Board to preside as the chair;
(b) if the Board has not appointed an individual to preside as the chair or the individual appointed by the Board is unable to preside as the chair,
(i) the president,
(ii) the vice-president, if the president is unable to preside as the chair, or
(iii) One of the other directors present at the meeting, if both the president and vice-president are unable to preside as the chair.

## Alternate chair of general meeting

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(proposed revisions as of 20May18
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3.3 A notice of a general meeting
must state the nature of any
business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.

## Chair of general meeting

3.4 The following individual is entitled to preside as the chair of a general meeting: (a) the individual, if any, appointed by the Board to preside as the chair;
(b) if the Board has not appointed an individual to preside as the chair or the individual appointed by the Board is unable to preside as the chair,
(i) the vice-chair, if the chair is unable to preside as the chair, or (ii) One of the other directors present at the meeting, if both the chair and vice-chair are unable to preside as the chair.

## Rationale:

nature and need for such a meeting.

Chair of general meeting 3.4 The recommended ordering of assignment for determining the Chair of a meeting follows a logical progression as the Chair should be entitled to designate a substitute Chair prior to assumption by the vice-chair (if any) of these responsibilities.

Alternate chair of general meeting
3.5 No explanation needed

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3.5 If there is no individual entitled under these Bylaws who is able to preside as the chair of a general meeting within 15 minutes from the time set for holding the meeting, the voting members who are present must elect an individual present at the meeting to preside as the chair.

## Quorum required

3.6 Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at a general meeting unless a quorum of voting members is present.

## Quorum for general meetings

3.7 The quorum for the transaction of business at a general meeting is 3 voting members or 10\% of the voting members, whichever is greater.

## Lack of quorum at commencement of meeting

 3.8 If, within 30 minutes from the time set for holding a general meeting, a quorum of voting
## Recommendations \&

Changes
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Board meeting)
3.5 If there is no individual entitled under these Bylaws who is able to preside as the chair of a general meeting within 15 minutes from the time set for holding the meeting, the voting members who are present must elect an individual present at the meeting to preside as the chair.

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Quorum for general meetings
3.7 The quorum for the
transaction of business at a general meeting is 4 voting members or $10 \%$ of the voting members, whichever is greater.

Lack of quorum at commencement of meeting 3.8 If, within 30 minutes from the time set for holding a general meeting, a quorum of voting

## Rationale:

Quorum required
3.6 This ensures that decisions are not made unilaterally without appropriate Board consultation and review.

Quorum for general meetings 3.7 Based on historical AGM turnout, the benchmark for 10\% of voting members to be present is reasonable and suggests there is a general consensus amongst active members.

Lack of quorum at commencement of meeting 3.8 Although this would only occur in extraordinary circumstances, it is important to have procedures in place to deal with this in the event that it does occur.

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members is not present,
(a) in the case of a meeting convened on the requisition of members, the meeting is terminated, and
(b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place, and if, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting.

## If quorum ceases to be present

3.9 If, at any time during a general meeting, there ceases to be a quorum of voting members present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.
Adjournments by chair
3.10 The chair of a general meeting may, or, if so directed by the voting members at the meeting, must, adjourn the meeting from time

## Recommendations \&

Changes
(proposed revisions as of 20May18
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## Rationale:

If quorum ceases to be present 3.9 This ensures appropriate participation and representation of the membership base in the conducting of OCSV business.

Adjournments by chair 3.10 This grants either the chair or voting membership the ability to adjourn a meeting in the event that either representative believes it is necessary, but ensures any unfinished business is properly addressed at a subsequent meeting.

Notice of continuation of adjourned general meeting 3.11 In the event this happens, this

## Model Bylaws (Societies Regulation 2015, Schedule 1

to time and from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.

## Notice of continuation of adjourned general meeting

3.11 It is not necessary to give notice of a continuation of an adjourned general meeting or of the business to be transacted at a continuation of an adjourned general meeting except that, when a general meeting is adjourned for 30 days or more, notice of the continuation of the adjourned meeting must be given.

## Order of business at general meeting

3.12 The order of business at a general meeting is as follows:
(a) elect an individual to chair the meeting, if necessary; (b) determine that there is a quorum;
(c) approve the agenda;
(d) approve the minutes from the last general meeting;
(e) deal with unfinished business

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Changes
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(d) approve the minutes from the last general meeting;
(e) deal with unfinished business

## Rationale:

outlines the proper protocol for
notifying and addressing
continuation items at the adjourned meeting.

Order of business at general meeting
3.12 Follows BC Society's Act modeled bylaws. No explanation needed.

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from the last general meeting;
(f) if the meeting is an annual general meeting,
(i) receive the directors' report on the financial statements of the Society for the previous financial year, and the auditor's report, if any, on those statements,
(ii) receive any other reports of directors' activities and decisions since the previous annual general meeting,
(iii) elect or appoint directors, and (iv) appoint an auditor, if any;
(g) deal with new business, including any matters about which notice has been given to the members in the notice of meeting;
(h) Terminate the meeting.

## Methods of voting

3.13 At a general meeting, voting must be by a show of hands, an oral vote or another method that adequately discloses the intention of the voting members, except that if, before or after such a vote, 2 or more voting members request a secret ballot or a secret ballot is directed by

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from the last general meeting;
(f) if the meeting is an annual general meeting,
(i) receive the directors' report on the financial statements of the Society for the previous financial year, and the auditor's report, if any, on those statements,
(ii) receive any other reports of directors' activities and decisions since the previous annual general meeting,
(iii) elect or appoint directors, and
(iv) appoint an auditor, if any;
(g) deal with new business, including any matters about which notice has been given to the members in the notice of meeting;
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Methods of voting
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## Rationale:

## Methods of voting

3.13 Outlines proper procedures for administering a vote at a general meeting. Secret ballot measures maintained from model bylaws to allow for anonymity when desired.

## Announcement of result

### 3.14 No explanation needed

Proxy voting no permitted
3.15 Since members of OCSV are all located locally, there is no need

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| the chair of the meeting, voting must be by a secret ballot. <br> Announcement of result <br> 3.14 The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting. <br> Proxy voting not permitted <br> 3.15 Voting by proxy are not permitted. <br> Matters decided at general meeting by ordinary resolution <br> 3.16 A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold than the threshold for an ordinary resolution. | the chair of the meeting, voting must be by a secret ballot. <br> Announcement of result <br> 3.14 The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting. <br> Proxy voting not permitted <br> 3.15 Voting by proxy are not permitted. <br> Matters decided at general meeting by ordinary resolution <br> 3.16 A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold than the threshold for an ordinary resolution. | for proxy votes. <br> Matters decided at general meeting by ordinary resolution 3.16 Identifies the type of resolution required based on the specific nature of the matter. This ensures that matters requiring higher voting thresholds stand after the vote. |


| Model Bylaws (Societies Regulation 2015, Schedule 1 | Recommendations \& Changes (proposed revisions as of 20May18 Board meeting) | Rationale: |
| :---: | :---: | :---: |
| Part 4 - Directors | Part 4 - Directors | Part 4 - Directors |
| Number of directors on Board | Number of directors on Board | Number of directors on Board |
|  |  | 4.1 This is sufficiently low to |
| fewer than 3 and no more than 11 directors. | fewer than 3 and no more than 7 directors. | weather any unforeseen fluctuations in Board participation but prevents the over staffing of the Board, which can decrease effectiveness. |
| Election or appointment of directors | Election or appointment of directors | Election or appointment of |
| 4.2 At each annual general | 4.2 At each annual general | directors |
| meeting, the voting members | meeting, the voting members | 4.2 No explanation required. |
| entitled to vote for the election or appointment of directors must elect | entitled to vote for the election or appointment of directors must elect |  |
| or appoint the Board. | or appoint the Board. |  |
| Directors may fill casual vacancy on Board | Directors may fill casual vacancy on Board | Directors may fill casual vacancy on Board <br> 4.3 As we have seen, there are |
| 4.3 The Board may, at any time, | 4.3 The Board may, at an | needs throughout the year for Board |
| appoint a member as a director to fill | appoint a member as a director to fill | members. As such, it is important |
| a vacancy that arises on the Board as | a vacancy that arises on the Board as | that the Board have the flexibility to |
| a result of the resignation, death or | a result of the resignation, death or |  |
| incapacity of a director during the director's term of office. | incapacity of a director during the director's term of office. | needed. |
|  |  | Term of appointment of director |
| Term of appointment of director | Term of appointment of director | filling casual vacancy |
| filling casual vacancy | filling casual vacancy | 4.4 This establishes the protocol |
| 4.4 A director appointed by the | 4.4 A director appointed by the | for bringing on a director mid-term to |
| Board to fill a vacancy ceases to be a | Board to fill a vacancy ceases to be a | make sure that the membership base |


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| Regulation 2015, | Changes <br> (proposed revisions as of 20May18 <br> Board meeting) |  |
| director at the end of the unexpired <br> portion of the term of office of the <br> individual whose departure from <br> office created the vacancy. | director at the end of the remaining <br> term of the office of the individual <br> whose departure from office created <br> the vacancy up to the date of the <br> next annual general meeting (not to <br> exceed 12 months). | is entitled to vote for all appointed <br> Board members at the annual <br> general meeting. |


| Model Bylaws (Societies Regulation 2015, Schedule 1 | Recommendations \& Changes (proposed revisions as of 20May18 Board meeting) | Rationale: |
| :---: | :---: | :---: |
| Part 5 - Directors' Meetings <br> Calling directors' meeting <br> 5.1 A directors' meeting may be called by the president or by any 2 other directors. <br> Notice of directors' meeting 5.2 At least 2 days' notice of a directors' meeting must be given unless all the directors agree to a shorter notice period. <br> Proceedings valid despite omission to give notice <br> 5.3 The accidental omission to give notice of a directors' meeting to a director, or the no receipt of a notice by a director, does not invalidate proceedings at the meeting. <br> Conduct of directors' meetings <br> 5.4 The directors may regulate their meetings and proceedings as they think fit. <br> Quorum of directors | Part 5 - Directors' Meetings <br> Calling directors' meeting <br> 5.1 A directors' meeting may be called by the chair or by any 2 other directors. <br> Notice of directors' meeting <br> 5.2 At least 2 days' notice of a directors' meeting must be given unless all the directors agree to a shorter notice period. <br> Proceedings valid despite omission to give notice <br> 5.3 The accidental omission to give notice of a directors' meeting to a director, or the no receipt of a notice by a director, does not invalidate proceedings at the meeting. <br> Conduct of directors' meetings 5.4 The directors may regulate their meetings and proceedings as they think fit. <br> Quorum of directors | Part 5 - Directors' Meetings <br> Calling directors' meeting <br> 5.1 Provides sufficient flexibility to other Board members should the need arise. <br> Notice of directors' meeting <br> 5.2 Ensures that sufficient notice is given to all Board members prior to a meeting. <br> Proceedings valid despite omission to give notice <br> 5.3 This is to prevent the nullification of business conducted in the event that this situation arises. <br> Conduct of directors' meetings <br> 5.4 This provides some level of autonomy to the chair and Board based on their individual culture and style. <br> Quorum of directors <br> 5.5 Given the Board size, this is to ensure proper Board representation |

$\left.\begin{array}{|l|l|l|}\hline \text { Model Bylaws (Societies } & \text { Recommendations \& } & \text { Rationalle: } \\ \text { Regulation 2015, } & \begin{array}{l}\text { Changes } \\ \text { (proposed revisions as of 20May18 } \\ \text { Schedule 1 }\end{array} & \\ \hline \begin{array}{l}\text { Board meeting) }\end{array} & \begin{array}{l}\text { 5.5 The quorum for the } \\ \text { transaction of business at a directors' }\end{array} & \begin{array}{l}\text { transaction of business at a directors' } \\ \text { meeting is a majority of the } \\ \text { directors. }\end{array} \\ \text { meeting is a majority of the } \\ \text { directors. }\end{array} \quad \begin{array}{l}\text { is present and prevents the } \\ \text { circumvention of differing views of } \\ \text { other board members. }\end{array}\right]$

| Model Bylaws (Societies Regulation 2015, Schedule 1 | Recommendations \& Changes (proposed revisions as of 20May18 Board meeting) | Rationale: |
| :---: | :---: | :---: |
| Part 6 - Board Positions | Part 6 - Board Positions | Part 6 - Board Positions |
| Election or appointment to Board positions | Election or appointment to Board positions | Election or appointment to Board positions |
| 6.1 Directors must be elected or appointed to the following Board | 6.1 Directors must be elected or appointed to the following Board | 6.1 This is due to the level of accountability and the fundamental |
| positions, and a director, other than | positions, and a director, other than | nature inherent in each of these |
| the president, may hold more than one position: | the chair, may hold more than one position: | positions. |
| (a) president; | (a) chair; |  |
| (b) vice-president; (c) secretary; | (b) vice-chair; (c) secretary; |  |
| (d) Treasurer. | (d) Treasurer. |  |
| Directors at large | Directors at large | Directors at large |
| 6.2 Directors who are elected or | 6.2 Directors who are elected or | 6.2 No explanation needed |
| appointed to positions on the Board | appointed to positions on the Board |  |
| in addition to the positions described | in addition to the positions described |  |
| in these Bylaws are elected or | in these Bylaws are elected or |  |
| appointed as directors at large. | appointed as directors at large. |  |
| Role of president | Role of Chair | Role of Chair |
| 6.3 The president is the chair of | 6.3 The Chair is the Chair of the | 6.3 This is to define the role of the |
| the Board and is responsible for | Board and is responsible for | chair. Recommendation is to be |
| supervising the other directors in the execution of their duties. | supervising the other directors in the execution of their duties. | consistent with BC Society's Act model bylaws. |
| Role of vice-president | Role of vice-chair | Role of vice-chair |
| 6.4 The vice-president is the vicechair of the Board and is responsible | 6.4 The vice-chair is the vice-chair of the Board and is responsible for | 6.4 No explanation needed. |

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for carrying out the duties of the president if the president is unable to act.

## Role of secretary

6.5 The secretary is responsible for doing, or making the necessary arrangements for, the following:
(a) issuing notices of general meetings and directors' meetings; (b) taking minutes of general meetings and directors' meetings;
(c) keeping the records of the Society in accordance with the Act; (d) conducting the correspondence of the Board;
(e) Filing the annual report of the Society and making any other filings with the registrar under the Act.

## Absence of secretary from meeting

6.6 In the absence of the secretary from a meeting, the Board must appoint another individual to act as secretary at the meeting.

## Role of treasurer

6.7 The treasurer is responsible for doing, or making the necessary

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carrying out the duties of the chair if the chair is unable to act.

## Role of secretary

6.5 The secretary is responsible for doing, or making the necessary arrangements for, the following:
(a) issuing notices of general
meetings and directors' meetings;
(b) taking minutes of general meetings and directors' meetings;
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(e) Filing the annual report of the Society and making any other filings with the registrar under the Act.

Absence of secretary from meeting
6.6 In the absence of the secretary from a meeting, the Board must appoint another individual to act as secretary at the meeting.

## Role of treasurer

6.7 The treasurer is responsible for doing, or making the necessary arrangements for, the following:

## Rationale:

## Role of secretary

6.5 These responsibilities must be outlined in order to maintain 1) compliance with the Act other applicable bylaws, 2) proper internal records and documentation, and 3) good standing with governing authorities.

Absence of secretary from meeting
6.6 This is done to ensure the duties of the secretary are maintained despite the absence of the sitting secretary.

Role of treasurer
6.7 These responsibilities are fundamental to the organization's ongoing operations and required in order to maintain tax exempt status

| Model Bylaws (Societies Regulation 2015, Schedule 1 | Recommendations \& Changes (proposed revisions as of 20May18 Board meeting) | Rationale: |
| :---: | :---: | :---: |
| arrangements for, the following: <br> (a) receiving and banking monies collected from the members or other sources; (b) keeping accounting records in respect of the Society's financial transactions; (c) Preparing the Society's financial statements; (d) making the Society's filings respecting taxes. | (a) receiving and banking monies collected from the members or other sources; (b) keeping accounting records in respect of the Society's financial transactions; (c) Preparing the Society's financial statements; (d) making the Society's filings respecting taxes. | with the CRA. Also, this instills a level of accountability on the Treasurer for the financial information contained within tax filings and financial statements as presented at the annual general meeting. |


| Model Bylaws (Societies Regulation 2015, Schedule 1 | Recommendations \& Changes (proposed revisions as of 20May18 Board meeting) | Rationale: |
| :---: | :---: | :---: |
| Part 7 - Remuneration of Directors and Signing Authority <br> Remuneration of directors <br> 7.1 These Bylaws do not permit the Society to pay to 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. <br> Signing authority <br> 7.2 A contract or other record to be signed by the Society must be signed on behalf of the Society <br> (a) by the president, together with one other director, <br> (b) if the president is unable to provide a signature, by the vicepresident together with one other director, <br> (c) if the president and vicepresident are both unable to provide signatures, by any 2 other directors, or <br> (d) In any case, by one or more | Part 7 - Remuneration of Directors and Signing Authority <br> Remuneration of directors <br> 7.1 These Bylaws do not permit the Society to pay to 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. <br> Signing authority <br> 7.2 A contract or other record to be signed by the Society must be signed on behalf of the Society <br> (a) by the chair, together with one other director, <br> (b) if the chair is unable to provide a signature, by the vice-chair together with one other director, <br> (c) if the president and vicepresident are both unable to provide signatures, by any 2 other directors, or <br> (d) In any case, by one or more individuals authorized by the Board | Part 7 - Remuneration of Directors and Signing Authority <br> Remuneration of directors <br> 7.1 At this time, we do not believe it is prudent to remunerate directors as this would reduce from the monies available for administering the organization's many programs. <br> Signing authority <br> 7.2 This is intended to prevent another member of the Board or the organization from entering into a contract on the organization's behalf without proper authorization from the chair or a consensus amongst the board. |


| Model Bylaws (Societies | Recommendations \& | Rationale: |
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| Regulation 2015, | Changes <br> (proposed revisions as of 20May18 <br> Board meeting) |  |
| Schedule 1 | to sign the record on behalf of the <br> Society. |  |
| individuals authorized by the Board <br> to sign the record on behalf of the <br> Society. |  |  |


| Model Bylaws (Societies Regulation 2015, Schedule 1 | Recommendations \& Changes <br> (proposed revisions as of 20 May 18 <br> Board meeting) | Rationale: |
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|  | Part 8 - Financials <br> 8.1 Money designated by a donor, either by an individual, society, or corporation to a particular program shall be designated to that program and expended on the respective program; otherwise all donations shall be placed in the General account. <br> 8.2 The Treasurer shall account for all funds, received or disbursed, and keep a ledger with subsidiary ledgers for all program (examples such Citizens of Patrol, Speed Watch, Administration) deemed necessary by the Board from time to time. <br> 8.3 The society has no authority to borrow money. | Part 8 - Financials <br> 8.1 This was drafted in order to ensure that monies donated for a particular program (as directed by the donor) are expended on that program. This reassures donors that their donation makes a difference. <br> 8.2 Proper tracking and reporting of monies received and spent is a very important decision-making tool. This requirement is intended to reinforce this concept and assigns the responsibility to the appropriate director. <br> 8.3 This is consistent with previous bylaws in place. We believe this is important as there are very little capital requirements that would necessitate borrowing and no set streams of operating revenues (applied for each year), making the viability of borrowing riskier. |
|  | Part 9 - Notices of Members | Part 9 - Notices of |


| Model Bylaws (Societies |  |  |
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| Regulation 2015, <br> Schedule 1 |  <br> Changes <br> (proposed revisions as of 20May18 <br> Board meeting) | Rationale: |
|  | 9.1 A notice may be given to a <br> member, either personally or by <br> email or by mail to his registered <br> address. | Members <br> 9.1 This is recommended due to <br> the differing technological abilities <br> and means of access for our diverse <br> shall betice of general meeting to every member <br> shown on the register of members on <br> day notice is given. Where electronic <br> notification is not viable, members <br> shall either receive a notice either <br> personally or by mail to mail <br> registered address. |
| $\mathbf{9 . 2}$Same explanation as above. |  |  |


| Model Bylaws (Societies Regulation 2015, Schedule 1 | Recommendations \& Changes (proposed revisions as of 20May18 Board meeting) | Rationale: |
| :---: | :---: | :---: |
|  | Part 10 - By-Laws <br> 10.1 On being admitted to membership, a member is entitled to access, without charge, a copy of the constitution and bylaws of the Society available either through the Society's website or in print at the Society's office. <br> 10.2 These by-laws shall not be altered or added to except by special resolution. | Part 10 - By-Laws <br> 10.1 A copy of the bylaws and constitution should be made available to all members in order to established a proper level of transparency and accountability to the OCSV members. <br> 10.2 This is recommended in order to avoid the Board having the authority to unilaterally change organizational bylaws without proper consensus from members. |

