

GENERAL BYLAWS OF THE
NANAIMO HARBOUR CITY NEWCOMERS CLUB, Nanaimo, BC.

17 June 2024

1. MEMBERSHIP

- a. Any resident who is new to Nanaimo and the surrounding area, or whose circumstances have changed, may apply for membership to the Club and upon payment of the membership fees, will become a member.
- b. To maintain membership in good standing, continuing members must remit their membership fees annually and not later than September 30
- c. A person ceases to be a member of the club on their death; on resignation; on being expelled; or on being a member not in good standing for 3 consecutive months.
- d. A member may be expelled by a special resolution stating the reasons for the proposed expulsion at a general meeting of the members.
- e. On being admitted to membership every member is entitled to receive, without charge, a copy of the Constitution and General Bylaws of the Club.

2) LENGTH OF MEMBERSHIP ELIGIBILITY

- Members in good standing may continue their membership. Any exceptions are subject to approval by the Executive.

3) CONFLICT OF INTEREST

- As the purpose of the Club is to encourage and support social interaction of its members, no member shall use the Club for soliciting business not related to the Club's activities.

4) NOT FOR PROFIT

- The Club is a non-profit organization and shall operate without financial gain. Membership fees are used to meet the operating expenses of the Club such as a website, newsletter, rental fees, etc.

5) COST OF EVENTS AND ACTIVITIES

- All events and activities are self-funded. There is no cost to join the Club's group activities. However, members are required to pay for the cost of materials used, admission fees, etc. The Club assumes no responsibility for such costs. Members will not be refunded for prepaid events that they do not attend.

6) MEETINGS OF MEMBERS

- All meetings of members shall be held at a time and place or digital platform determined by the Executive.

7) ANNUAL GENERAL MEETING

- An Annual General Meeting of members shall be held at a time and place or by a digital platform as determined by the Executive, but in no event more than ninety days after the Club's fiscal year end.

8) NOTIFICATION FOR THE ANNUAL GENERAL MEETING

- Members will be advised by the Executive not less than fifteen days or more than forty-five days prior to the Annual General Meeting or any other special meeting, or any adjournments thereof.

9) VOTING RIGHTS AT GENERAL, SPECIAL OR ANNUAL GENERAL MEETING

- Each member in good standing who is present at the meeting or is using a digital

platform to attend the meeting is entitled to one vote. A member may not designate a proxy to vote on his/her behalf. At all meetings of members all matters shall be decided by majority vote. Voting shall be by a show of hands unless a minimum of five members request a vote by ballot or voting can be done by digital means. The President / Chairperson may not vote, except in the case of a tie.

10) QUORUM

● A quorum for a Special or Annual General Meeting shall be one-quarter of the members in good standing, according to the most recent membership register, either present in person or using a digital platform.

11) BUSINESS TO BE CONDUCTED AT THE ANNUAL GENERAL MEETING

● The business to be conducted at the Annual General Meeting shall be:

- a. the approval of the Annual Financial Statements,
- b. the report of the Executive,
- c. any other business arising from the report of the Executive or required under the Constitution and General Bylaws, and
- d. the election of Executive members for the next year.

12) PROCESS FOR RESOLUTIONS

● A resolution proposed at any meeting needs to be seconded. The President / Chairperson may propose a resolution but may not vote, except in the case of a tie.

13) ACCIDENTAL FAILURE TO GIVE NOTICE TO A MEMBER

● The accidental failure to give notice to a member shall not invalidate the proceedings at a meeting.

14) THE EXECUTIVE

- a. The management of the Club shall be vested in an elected Executive, all of whom shall be members in good standing with the club.
- b. To remain on the Executive the Executive members must not miss three consecutive meetings without prior notice and subject to approval by the remaining Executive.
- c. The majority of Executive members need to be within their first five years of membership
- d. The number of Executive members will be fixed from time-to-time by the Executive but will consist of no less than six (6) and no more than ten (10). The Executive Officers will consist of the President, Vice President, Secretary, Treasurer. Additional members of the executive include the Past President, Activities Coordinator(s), Publicity Coordinator, Membership Secretary, Communications Coordinator and Hospitality Coordinator
- e. The members of the Executive will, upon election, start their duties as of June 30 and continue in office until their successors are duly elected.

15) TERMS OF OFFICE

● All Executive members shall resign yearly, effective at the Annual General Meeting following their election.

16) THE IMMEDIATE PAST PRESIDENT,

● Shall be a member in good standing of the Club, shall be an ex-officio member of the Executive and shall be invited to attend all meetings of the Executive but may not vote.

17) GENERAL POWERS AND DUTIES OF THE EXECUTIVE

● The powers and duties of the Executive shall include the following:

- a. To appoint such officers and committees as it shall deem advisable and to prescribe their duties
- b. To decide their membership fees, other charges, and terms of payment.
- c. To call meetings of members
- d. To make and execute contracts in the name of the club or authorize its Officers or committees so to do without remuneration. They are, however, entitled to be reimbursed for all expenses necessarily and reasonably incurred while engaged in the affairs of the Club.

19) LIABILITY OF EXECUTIVE MEMBERS

● No Executive member shall be liable for the acts, receipts, negligence or defaults of any other Executive member, or for any loss, damage, or expense incurred by the Club through the insufficiency or deficiency of any security in or upon which any monies of the Club shall be invested, or for any loss or damage arising from the bankruptcy, insolvency, or tortious acts of any person with whom any monies are deposited, or for any loss occasioned by any error of judgement or oversight on the part of June 22, 2020 Page 4 such Executive member, or for any loss, damage or misfortune whatever which may happen in the execution of the duties of such Executive member or in relation thereto, unless the same are occasioned by the willful neglect or default of such Executive member.

20) PROTECTION OF EXECUTIVE MEMBERS

● Except as provided by statute, every Executive member of the Club, every former Executive or former Alumni Management Team member and his or her heirs and legal representatives shall, from time to time, be indemnified and saved harmless by the Club from and against all costs, charges and expenses if such person acted honestly and in good faith with a view to the best interests of the Club and had reasonable grounds for believing that the conduct in question was lawful. The Club shall also indemnify such person in such other circumstances as the law permits or requires.

21) EXECUTIVE POSITIONS

- a. Before the date of the Annual General Meeting, a Nominating Committee shall be formed by the Executive comprised of three or more members in good standing.
- b. Prior to the date of the Annual General Meeting, the Executive shall publish the slate of names presented by the Nominating Committee to the whole membership. Members may make further nominations at the Annual General Meeting if it is an in-person meeting, or up to 10 days before the Annual General Meeting if it is an online meeting.
- c. At each Annual General Meeting, the members in good standing present shall elect to the Executive members in good standing who shall hold office for one year or until their successors are elected or appointed.
- d. A retiring member of the Executive shall be eligible for re-election if otherwise qualified.
- e. If a vacancy occurs in the Executive, the remaining Executive members shall appoint a member to fill the vacancy until the next Annual General Meeting or until a successor is elected or appointed.
- f. Members may, by special resolution, remove an Executive Member before the expiration of his/her term and may elect a successor to complete the term of office.

22) MEETINGS OF THE EXECUTIVE

- a. The President or, in his/her absence, the Vice President may call a meeting of the

Executive at any time.

b. A majority of the members of the Executive shall have the right to call a meeting of the Executive.

c. Meetings of the Executive shall be held at such place and at such times as the President or, in his/her absence, the Vice President may select.

d. All questions arising at a meeting of the Executive, except as may be required by these bylaws to have a special majority vote, shall be decided by a majority vote. The President/Chairperson may not vote, except in the case of a tie.

e. A resolution in writing, signed by all the Executive members and placed with the minutes of the Executive is as valid and effective as if regularly passed at a meeting of the Executive.

f. A quorum for meetings of the Executive shall be a majority of Executive members present in person or by digital means if not able to attend in person.

23) DUTIES OF OFFICERS

a. The Past President is the retiring President

- automatically assume the title of Past President
- has no regular assigned duties

b. The President

- shall be the chief executive officer of the Club
- shall set and send out meeting agendas
- presides at all meetings of the executive and all meetings of members
- shall be an ex-officio member of all committees appointed by the Executive
- supervises the other Officers in the execution of their duties
- ensures that the Bylaws are adhered to by all the members
- ensures that no monies are spent without the knowledge and approval (by vote) of the Executive, on the advice of the Treasurer that the monies are available
- liaises with the National Newcomers Council of Canada, and the Club insurance providers
- is the contact person for any issues arising from or pertaining to the Executive
- ensures that as an incorporated Club, any changes to the Bylaws are submitted to the B.C. Registry along with its requisite alteration fee.

c. Vice President

- in the absence of the President, his/her duties shall be exercised by the Vice President.
- responsible for arranging for guest speakers

d. Secretary

- responsible for performing the duties usually pertaining to the office of Secretary
- takes minutes for the Executive and General Meetings, as well as the Annual General Meeting and any Special Meetings
- Forwards minutes to the President for editing including Annual and Special Reports
- Ensures records are kept for 10 years as per legal requirements

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e. Treasurer

- responsible for collecting all fees owing to the Club and depositing the same into the Club's bank account,
- pays all accounts of the Club

- keeps an up-to-date record of the Club's finances and accurate budget and expense accounting available to the President and/or the Executive upon request
- assists in developing the yearly budget with the Executive.

f. Activities Coordinator/s

- shall be responsible for the coordination of all on-going activities of the Club with the assistance of conveners for each activity

g. Membership Secretary

- responsible for maintaining the register of members
- orders and distributing name tags for members as necessary
- answering membership queries
- advises members when they become ineligible to continue

h. Publicity Coordinator

- responsible for promoting the Club
- updates and distributes both physical and online advertising
- Shares regular posts with the club about upcoming activities and events
- Is one of the administrators of the HCNC Community Facebook page
- Posts any information or activities on the FB page that would promote the Club

i. Communications Coordinator

- Prepares and maintains the Club's website, which provides general information to the public regarding meeting times and place, and activities
- Maintains a private membership section of the website requiring members sign in. This section will include a detailed description of each activity, and a section for links to Newsletters and Bylaws.
- Provides member access to a members only section of HCNC website.

j. Hospitality Coordinator

- Works collaboratively with the Membership.
- Duties include welcoming and orientation of new members
- meeting people at the door and welcoming them at General Meetings
- Setting up meet ups with new members
- Sends condolences, get well and birthday cards to members

24) EXECUTION OF DOCUMENTS

- Cheques, documents pertaining to any of the Club's bank accounts and orders for the payment of money on behalf of the Club shall be signed by such executive members, officers or other persons as the Executive may direct from time to time. All cheques require two signatures. All other documents on behalf of the Club shall be executed as the Executive may direct from time to time.
- Receipts from Club expenses incurred by members of the executive must be submitted to the Treasurer. Receipts can be sent digitally, until such time as the original receipt is received.

25) RESPONSIBILITY OF THE CLUB

- The Club shall not be responsible for the loss of property of members or their guests or for any damage or personal injury sustained by them. All members should have adequate fire, theft, burglary insurance and personal liability insurance coverage in place, purchased

through their own insurance agents, when hosting club events. Any loss or damage to Club property whether as owner or tenant shall be charged to the member responsible.

26) OTHER MATTERS

- The fiscal year of the Club shall be July 1st to June 30th of the next calendar year
- The Club Bylaws must be reviewed annually. They may be rescinded, altered or added to provided they are approved by a majority of the membership present at an Annual General Meeting or an electronic vote.
- It must be met with the quorum requirements of twenty-five percent (25%) of Club Members in good standing.
- Funds will be allocated for Volunteers and Convenors' Appreciation up to \$150.00 per year to recognize their contributions to the club. The funds would be used to purchase cards and tokens to express appreciation for the service provided.

27) DISSOLUTION AND WINDING UP

- In the event of the winding up and dissolution of the Club any assets remaining, after the payment of all debts of the Club, will be disbursed in such manner as shall be determined by a resolution approved by two-thirds of the members present or using a digital platform at a special meeting of members called for the purpose of dissolving the club