

## A. CONSTITUTION

### 1. Name

- a) The organization shall be known as the "South Surrey Garden Club," hereinafter known as the "Club."
- b) The Organization may have an insignia, monogram or seal.

### 2. Purpose

The Club's purpose shall be the advancement of horticultural knowledge and practice for its members.

### 3. Non-Profit Clause

The purpose of the Club shall be carried out on a not-for-profit basis, notwithstanding any profits to the Club derived from its sponsored events. Any profits generated by the Club shall be used to support the activities of the Club.

### 4. Dissolution

In the event of the dissolution of the Club any outstanding debts shall be paid and the remaining monies and assets donated or transferred to organizations that promote horticulture.

## B. BY-LAWS

### 1. Membership

- a) Membership shall be composed of all persons who are in accord with the purpose of the Club and who have paid their annual membership dues.
- b) Categories of membership:
  - i) Individual
  - ii) Life Membership may be granted by the Executive to a member in accordance with the Member Recognition Award Policy.
- c) Individual and Life Members shall have full voting rights.
- d) All members are entitled to receive or have access to the newsletter, Minutes of the General, Executive and Annual General Meetings, Financial Statements, the Constitution, By-Laws and Standing Rules, and Policies.

### 2. Dues

Membership dues shall be set by the Executive and any changes ratified by the membership in accordance with By-Law 14.  
All dues are payable on or before the 30th September of each year.

### 3. Officers

The Officers of the Club shall be the President, Vice President, Secretary, Treasurer, Program Chairperson, and ex officio, the Past President.

### 4. Executive

- a) The Executive shall comprise the Officers of the Club and a minimum of seven (7), maximum of ten (10) Directors.
- b) All members of the Executive shall familiarize themselves with and carry out the duties of their position as currently posted on the website.
- c) All members of the Executive shall abide by the Code of Conduct as detailed in Section B.17 as well as the following:
  - i) Endeavour to represent the broader interests of members.
  - ii) Be balanced in one's effort to seek, listen to and understand opinions of other members and to make oneself understood.
  - iii) Be willing to support the ideas of others or offer alternative points of view as options to be considered.
  - iv) Once a majority decision is made by the Executive, support that decision.
- d) All members of the Executive shall uphold the Constitution and By-laws.

### 5. Duties of the Executive

All members are entitled to receive or have access to a full list of executive positions and their duties.

- a) Officers
  - i) Past President – The Past President shall act as advisor to the Executive, be Chairperson of the Nominating Committee, and perform such other duties as requested by the President.
  - ii) President – The President shall preside over all Executive and General Meetings, preserve order, cast a vote when a tie occurs and perform such other duties as pertain to the office. The President shall be a member, ex officio, of all committees and appoint chairpersons of special committees as required.

iii) Vice President – The Vice President shall perform the duties of the President in his or her absence and perform such other duties as requested by the President.

iv) Secretary – The Secretary shall keep a correct record of the proceedings of the Club, and shall attend all meetings (including Executive, General, Special and Annual General Meetings) and maintain an up-to-date copy of the Constitution and By-Laws. In his/her absence, the President may appoint a substitute.

v) Program Chairperson – The Program Chairperson shall arrange for speakers and events in consultation with the Executive.

vi) Treasurer – The Treasurer shall collect monies due the Club and deposit them in a chartered financial institution; keep regular accounts of all receipts, expenses and vouchers affecting all transactions; furnish a statement thereof to the Club and Executive at meetings or when called upon to do so and arrange for publication of same on the Club website. The Treasurer shall in all respects conform to the direction of the Executive. All bills shall be paid by cheque duly signed by two of the following officers: President, Program Chairperson or Treasurer. The Treasurer shall:

- i) Announce at the April General Meeting that he/she is preparing the budget and that input is welcome.
- ii) Prepare a budget for presentation to and approval by the Executive at the Executive Meeting two months prior to the AGM.
- iii) After Executive ratification, inform the membership of the proposed budget at least 21 days in advance of the AGM.
- iv) Present the budget for approval by the membership in attendance at the Annual General Meeting.

b) Directors

The Directors assist the Officers in managing the Club's affairs. The Directors shall act as Chairpersons of Standing Committees as required. A Director may occasionally send a proxy from his or her Committee to attend Executive Meetings. No proxy may represent more than one Director at a meeting.

## 6. Election of the Executive

Nominees to the Executive of the Club must have been members of the Club for at least one year or shall be nominated by two Club members who have been members for at least one year.

All members of the Executive except the Past President shall be elected at the Annual General Meeting and shall continue in office until the end of the fiscal year for which they have been elected. Failing this, a successor shall be appointed by the President for the remainder of the term of office.

## 7. Operating Expenses

a) The Executive shall operate within the budget which has been approved by the membership at the AGM.

b) Funds in one line item in the budget shall not be reallocated to another line item.

c) Any non-budgeted expenditures up to a total of \$750.00 (seven hundred fifty) per fiscal year must be approved by the Executive by a simple majority of the quorum.

d) Any non-budgeted proposed expenditure which exceeds \$750 (seven hundred fifty) must be presented as a special resolution to the membership and be approved by 75% of those members forming a quorum at a General Meeting or AGM or Special Meeting (See Standing Rule 4.)

## 8. Financial Review

The outgoing Executive shall arrange for a review of the Club's books and accounts at the close of the fiscal year (31 August).

The Reviewer shall be either a non-member or, if a member, shall not be on the Executive. In both cases the Reviewer cannot be related to a member of the Executive. The Reviewer's Report shall be presented to the Executive and then to the membership no later than the October General Meeting.

## 9. Members

Members shall abide by the Constitution and By-Laws of the Club. Any member injuring the interest of the Club shall be subject to a hearing by a Disciplinary Committee appointed by the Executive.

The Executive shall act upon the recommendation of the Disciplinary Committee.

## 10. Annual General Meeting

The Annual General Meeting shall be held as part of the regular meeting in July of each year.

## 11. Quorum

A quorum at any meeting of the Executive shall be seven (7) members, at least three (3) of whom must be Officers. A quorum at any General Meeting, Special Meeting or Annual

General Meeting of the membership shall consist of ten per cent (10%) of the members.

## 12. Voting

- a) A quorum shall be present at a meeting when a vote is proposed in order for the voting to be valid.
- b) A member in good standing present at a meeting of members is entitled to one vote.
- c) Voting is normally by a show of hands.
- d) Voting for the election of the Executive shall be by secret ballot if there is more than one nomination for a position
- e) Voting by proxy, mail or email is not permitted except as in 5.b.

## 13. Fiscal Year

The fiscal year of the Club shall be from September 1<sup>st</sup> to August 31<sup>st</sup>.

## 14. Change in By-Laws

- a) The Constitution and By-Laws of the Club are alterable.
- b) The Club may change its Constitution and By-Laws by Special Resolution.

## 15. Special Resolutions

“Special Resolution” (currently, but not limited to, By-Law 7.d and 14.b) means a resolution which must be passed by a majority of not less than 75% of a quorum of members entitled to vote as are present at a General Meeting, AGM or Special Meeting.(see By-Law 11)  
Notice to propose a Special Resolution must be sent out to all Members at least 21 days prior to the meeting at which the Special Resolution will be discussed.

## 16. Rules of Order

The business of the Club shall be transacted according to Robert’s Rules of Order.

## 17. Code of Conduct

- a) Members have a right to:
  - i) be treated fairly, equally and with courtesy and respect.
  - ii) socialize in an environment free from all forms of discrimination and harassment.
  - iii) privacy and confidentiality concerning records and any other communication containing a member’s personal information, unless consent is provided, in accordance with PIPA regulations.
  - iv) voice their opinions and suggestions for the betterment of the Club.
- b) Members shall:
  - i) treat other members and guests fairly, equally and with courtesy and respect.
  - ii) refrain from physical or verbal harassment of others.

**This clause was previously in the Constitution and is no longer valid:**

### 3. Dissolution and Non-Profit Clause

The purposes of the Club shall be carried out without purpose of gain for its Members and any profits or other accretions to the Club shall be used to promote its objectives. In the event of winding up or dissolution of the Club any outstanding debts shall be dissolved and the remaining monies and assets donated or transferred to such organizations as are concerned with the conservation and protection of the environment or organizations promoting the same objectives as this Society. This provision is unalterable.

## C. STANDING RULES

### 1. Nominating Committee

The Nominating Committee shall compile a list of nominations of Officers and Directors for election at the Annual General Meeting, and this list shall be published in the Newsletter preceding the Annual General Meeting. The immediate Past President shall act as the Nominating Committee Chairperson, and the Committee shall consist of the current President and any other Members appointed by the Chairperson who are not in a position to be elected.

### 2. Executive Meetings

Executive Meetings shall be held at the discretion of the President and members of the Executive shall be notified of the place and date of the meeting.

### 3. General Meetings

General Meetings shall usually be held on the fourth (4<sup>th</sup>) Wednesday of each month except December and August and shall, whenever possible, consist of a business meeting, and a lecture, demonstration or event pertaining to some branch of horticulture or a related field.

### 4. Special Meetings

The President shall call a special meeting of the Membership when requested by the Executive or by any ten (10) Members of the Club. No business shall be transacted at a special meeting except that for which the meeting was called, and no business shall be transacted at any such meeting unless there is a quorum of the members entitled to vote.

### 5. Notice of Meetings

Notice shall be given to members of all meetings of a general nature or any other activities of the Club.

### 6. Visitor Policy

A visitor to a club meeting shall pay a fee of five dollars (\$5.00).

### 7. Library Rules

Members in good standing may borrow books for a period of one month or until the next regular meeting. A limit of six (6) books per individual may be borrowed at any one time.

### 8. Name Tag Policy

Members are expected to wear their name tags to meetings and other Club-sponsored activities.

### 9. Changes to Standing Rules

The Standing Rules may be altered by the Executive without notice to or agreement of the members provided they are consistent with the Constitution and By-Laws.