

## FORM 2

### SOCIETY ACT

### CONSTITUTION

**1. The name of the society is:**

✓ Coquitlam Men's Shed Society

✓ **2. The purpose(s) of the society is (are):**

The **Coquitlam Men's Shed Society** is a community-based, non-profit, non-commercial organization that is accessible to all men and whose primary activity is the provision of a safe and friendly environment where men are able to work on meaningful projects at their own pace, in their own time, in the company of other men. A major objective is to advance the well-being and health of their male members.

## BYLAWS

The bylaws of the society are those set out in Schedule B to the Society Act, with the following variations, deletions and additions:

Note that due to deletions of certain Parts and Sections the Numbering for Parts and Sections have changed

### **Part 1 — Interpretation**

Add "**Local Member**" is defined as a Member in Good Standing, living within Metropolitan Vancouver, BC.

Add "**Notice**" includes paper notices, facsimile notices, or electronic notices such as electronic-mail, (e-mail), sent to the e-mail, facsimile number or postal address last given by the member, or notices posted on the society's website, but not to include text messages or verbal conversation.

### **Amend Part 2 — Membership**

3 The members of the society are the applicants for incorporation of the society, and those persons who subsequently become members, in accordance with these bylaws and, in either case, have not ceased to be members. There are three categories of members:

- (a) Fully paid members who have voting rights and privileges.
- (b) Honorary Membership may be conferred on a person by the majority of members voting an Annual General Meeting. An Honorary Member shall not be required to pay the annual membership fee and shall enjoy all privileges of membership except for voting and election to office.
- (c) Life membership may be conferred, by a majority of members voting at an Annual General Meeting, upon a member who has rendered outstanding service to the society. A Life Member shall not be required to pay the annual membership fee, and shall enjoy all privileges of membership. No more than 2% of the membership shall be Life Members at any given time.

Amend **Section 7 (b)** On his or her death,

Add **Section 7 (d)** On having been a member not in good standing for more than 4 consecutive months. In the event of financial hardship, or in special circumstances, the Directors may waive or reduce unpaid dues for a period of 1-year.

Amend **Section 9** All members are in good standing, except a member who:

- (a) Has failed to pay their current annual membership fee, or any other subscription or debt due and owing by the member to the society, and the member is not in good standing so long as the debt remains unpaid, or
- (b) Has acted in an manner to bring disrepute to the society, or
- (c) Breaks any provincial or federal statute as it relates to the operation of the society, or
- (d) Refuses to abide by the society's Constitution and Bylaws, Roberts Rules of Order, or
- (e) otherwise acts in a manner that disrupts the success and/or lawful operation of the society.

### **Part 3 – Meeting of Members**

Amend **Section 10** General meetings of the society must be held at a time and place, in accordance with the Society Act, or its successor legislation, which the membership decides.

Add **Section 13 (2)** Roberts Rules of Order will, unless otherwise stated in these Bylaws, be followed at all meetings.

### **Part 4 — Proceedings at General Meetings**

Amend **Section 16 (3)** A quorum is 50% of Local Members in good standing, present or a greater number that the members may determine at a general meeting.

Remove **Section 23** A corporate member may vote by its authorized representative, who is entitled to speak and

- (a) vote, and in all other respects exercise the rights of a member, and that representative must
- (b) be considered as a member for all purposes with respect to a meeting of the society.

### **Part 6 — Proceedings of Directors**

Amended **Section 36** A director who may be absent temporarily may send or deliver to the address of the society a waiver of notice, which may be by telephone letter, cable or by electronic means of any meeting of the directors and may at any time withdraw the waiver, and until the waiver is withdrawn.

Remove this **clause (a)** a notice of meeting of directors is not required to be sent to that director, and

Remove this **clause (b)** any and all meetings of the directors of the society, notice of which has not been given to that director, if a quorum of the directors is present, are valid and effective.

## **Remove Part 9 — Borrowing**

Remove **Section 48** In order to carry out the purposes of the society the directors may, on behalf of and in the name of the society, raise or secure the payment or repayment of money in the manner they decide, and, in particular but without limiting that power, by the issue of debentures.

Remove **Section 49** A debenture must not be issued without the authorization of a special resolution.

Remove **Section 50** The members may, by special resolution, restrict the borrowing powers of the directors, but

a restriction imposed expires at the next annual general meeting.

## **Part 10 — Notices to Members**

Heavily amended.

54 (1) Notices of the next Annual General Meeting, General or Special Meetings of changes to the Constitution, By-Laws, elected officers must be made 30-days in advance of the meeting.

55 (1) Notice of a general meeting must be given to:

(a) every member shown on the register of members on the day notice is given,

and

(b) the auditor, if Part 10 applies.

(2) No other person is entitled to receive a notice of a general meeting.