

CITY OF SALMON ARM FIREFIGHTERS ASSOCIATION

CONSTITUTION

1. The name of the Society is the "**City of Salmon Arm Firefighters Association**"

CITY OF SALMON ARM FIREFIGHTERS ASSOCIATION

BYLAWS

PART 1 – PURPOSE

1.1 The purpose of the Society is: to promote, encourage and assist the social, educational, benevolent and charitable needs of the members of the society and also assist with the charitable needs of the community.

PART 2 - INTERPRETATION

2.1 In these Bylaws, unless the context otherwise requires,

- a) "Directors" means the Directors of the Society for the time being.
- b) "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments to it.
- c) "Registered Address" of the member means his or her address as recorded in the Register of Members.
- d) "Special Resolution" means a resolution passed in General meeting by no less than 75% of total voting members in good standing.
- e) "Hall" means the four (4) individual fire halls within the City of Salmon Arm's fire protection boundaries.
- f) "Firefighter" means any person hired by the City to fight fires and duties as required.
- g) The definitions in the Society Act on the date these Bylaws become effective apply to these Bylaws.

2.2 Words meaning the singular include the plural and vice versa; and words meaning a male person include a female person

PART 3 - MEMBERSHIP

3.1 The members of the Society are the applicants for incorporation of the Society, and those persons who subsequently have become members, in accordance with these Bylaws and, in either case, have not ceased to be members.

3.2

- 1) A person who successfully completes the City of Salmon Arm recruit training and probationary period can apply to become a member of the City of Salmon Arm Firefighters Association. A staff member of the City of Salmon Arm Fire Department may apply to become a member of the City of Salmon Arm Firefighters Association.

- 2) Persons applying for membership will be voted in by a majority vote of the membership.
- 3) Firefighters are members of the Society after becoming a member of the Salmon Arm Fire Department and paying a two (\$2) dollar initiation fee.

3.3 Every member shall uphold the Constitution and comply with these Bylaws.

3.4 The amount of the first annual membership dues shall be determined by the Directors and after that the annual membership dues shall be determined at the Annual General meeting of the Society.

3.5 A person shall cease to be a member of the Society:

- a) by delivering his or her resignation in writing to the Secretary of the Society, or by mailing or delivering it to the address of the Society.
- b) on his or her death, or in case of a Corporation, on its dissolution;
- c) on being expelled; or termination of employment with the City of Salmon Arm;
- d) on ceasing to be a staff member/ firefighter of the City of Salmon Arm Fire Department.

3.6 All members are in good standing except a member who has failed to pay his or her current annual membership fee or any other subscription or debt due and owing by him or her to the Society and he or she is not in good standing so long as the debt remains unpaid.

3.7

- 1) A member may be expelled by a Special Resolution of the Members passed with a 75% in favor vote.
- 2) The notice of Special Resolution for expulsion shall be accompanied by a brief statement of the reasons for the proposed expulsion.
- 3) The person who is subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the Special Resolution is put to a vote.

PART 4 - MEETINGS OF MEMBERS

4.1 General meetings of the Society shall be held at the time and place, in accordance with the Society Act, that the Directors decide.

4.2 Every General meeting, other than the Annual meeting, is an Extraordinary General meeting.

4.3 The Directors may, when they deem fit, convene an Extraordinary General meeting.

4.4

- 1) Notice of a General meeting shall specify the place, day and hour of the meeting and, in case of special business, the general nature of that business.
- 2) The accidental omission to give notice of a meeting to, or the non-receipt of notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.

4.5 The first Annual General meeting of the Society shall be held not more than fifteen (15) months after the date of incorporation and after that, an Annual General meeting shall be held at least once in every calendar year, and not more than fifteen (15) months after the holding of the last preceding Annual General meeting.

PART 5 - PROCEEDINGS AT GENERAL MEETINGS

5.1 Special business is:

- a) all business at an Extraordinary General meeting except the adoption of rules of order; and,
- b) all business transacted at an Annual General meeting, except,
 - i. the adoption of rules of order;
 - ii. the consideration of the financial statements;
 - iii. the report of the Directors;
 - iv. the report of the Auditor, if any;
 - v. the election of Directors;
 - vi. the appointment of an auditor, if required; and
 - vii. other business that, under these Bylaws, ought to be transacted at an Annual General meeting, or business which is brought under consideration by the report of the Directors issued with the notice convening the meeting.

5.2

- 1) No business, other than the election of a chairperson, and the adjournment or termination of the meeting, shall be conducted at a General meeting at a time when a quorum is not present.
- 2) If at any time during a General meeting, there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- 3) A quorum is four (4) members from each Hall including directors, or a greater number that the members may determine at a general meeting.

5.3 If within 30 minutes from the time appointed for a General meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be terminated. In any other case, it shall stand adjourned to the same day in the next week, at the same

time and place. At the adjourned meeting, if a quorum is not present within 30 minutes from the time appointed for the meeting, the members present constitute a quorum.

5.4 Subject to Bylaw 4.5, the President of the Society, the Vice President or in the absence of both, one of the other Directors present shall preside as Chairperson of a General meeting.

5.5 If at a General meeting:

- a) there is no President, Vice President or other Director present within 15 minutes after the time appointed for holding the meeting, or,
- b) the President and all other Directors present are unwilling to act as Chairperson, the members present shall choose one of their number to be Chairperson.

5.6

- 1) A General meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- 2) When a meeting is adjourned for ten (10) days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.
- 3) Except as provided in this Bylaw, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned General meeting.

5.7

- 1) A resolution proposed at a meeting must be seconded and the Chairperson of a meeting may move or propose a resolution.
- 2) The Chairperson shall only vote in the case of an equality of votes.

5.8

- 1) A member in good standing present at a meeting of members is entitled to one vote.
- 2) Voting is by show of hands.
- 3) Voting by proxy is not permitted.
- 4) Votes involving issuing funds exceeding \$250 should be conducted by paper ballot.

PART 6 - DIRECTORS AND OFFICERS

6.1

- 1) The directors may exercise all the powers and do all the acts and things the Society may exercise and do, and which are not by these Bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in General meeting, but subject, nevertheless, to

- a) all laws affecting the Society;
 - b) these Bylaws; and,
 - c) rules, not being inconsistent with these Bylaws, which are made from time to time by the Society in General meeting.
- 2) No rule, made by the Society in General meeting, invalidates a prior act of the Directors that would have been valid if that rule had not been made.

6.2

- 1) The President, Vice President, Secretary Treasurer and one representative from each of the four (4) Halls (Hall Reps) shall be Directors of the Society.
- 2) The number of Directors shall be seven (7) or a greater number determined from time to time at a general meeting.

6.3

- 1) The Directors shall retire from office at each Annual General meeting at which time their successors shall be elected.
- 2) Separate elections shall be held for each office to be filled.
- 3) An election may be by acclamation, otherwise it shall be by ballot.
- 4) If no successor is elected, the person previously elected or appointed continues to hold office.

6.4

- 1) The Directors may at any time, appoint a member as a Director to fill a vacancy in the Directors due to leave or sickness.
- 2) A Director so appointed holds office only until the conclusion of the next following Annual General meeting of the Society, but is eligible for re-election at the meeting.

6.5

- 1) If a Director resigns his or her office or otherwise ceases to hold office, the remaining Directors shall appoint a member to take the place of the former Director.
- 2) No act or proceeding of the Directors is invalid only by reason of there being less than the prescribed number of Directors in office.

6.6 The members may by Special Resolution, remove a Director before the expiration of his or her term of office, and may elect a successor to complete the term of office.

6.7 No Director shall be remunerated for being or acting as a Director. A Director shall be reimbursed for all expenses necessarily and reasonably incurred by him or her while engaged in the affairs of the Society.

PART 7 - PROCEEDINGS OF DIRECTORS

7.1

- 1) The Directors may meet together at the places they think fit to dispatch business, adjourn and otherwise regulate their meetings and proceedings as they see fit.
- 2) The Directors may from time to time fix the quorum necessary to transact business and unless so fixed, the quorum shall be a majority of the Directors then in office.
- 3) The President shall be Chairperson of all meetings of the Directors. If at a meeting the President is not present within 30 minutes after the time appointed for holding the meeting, the Vice President shall act as Chairperson. If neither is present, the Directors present may choose one of their number to be Chairperson at that meeting.
- 4) A Director may at any time, and the Secretary/Treasurer, on the request of a Director, shall convene a meeting of the Directors.

7.2

- 1) The Directors may delegate any, but not all of their powers to committees consisting of a Director or Directors as they see fit.
- 2) A committee so formed in the exercise of the powers so delegated shall conform to any rules imposed on it by the Directors. The committee shall report every act or thing done in exercise of those powers to the earliest meeting of the Directors to be held next after it has been done.

7.3 A committee shall elect a Chairperson of its meetings; but if no Chairperson is elected, or if at the meeting the Chairperson is not present within 30 minutes after the time appointed for holding the meeting, the Directors present who are members of the committee shall choose one of their number to be Chairperson of the meeting.

7.4 The members of a committee may meet and adjourn as they think proper.

7.5 For a first meeting of Directors held immediately following the appointment or election of a Director or Directors at an annual or other general meeting of members, or for a meeting of the Directors at which a Director is appointed to fill a vacancy in the Directors, it is not necessary to give notice of the meeting to the newly elected or appointed Director or Directors for the meeting to be constituted, if a quorum of the Directors is present.

7.6 A Director who may be temporarily absent from British Columbia may send to the address of the Society a waiver of notice of any meeting. This may be by letter, telegram, fax or cable and may at any time withdraw the waiver, and until the waiver is withdrawn;

- a) No notice of meeting of Directors shall be sent to that Director; and

- b) any and all meetings of the Directors of the Society, notice of which has not been given to that Director shall, if a quorum of Directors is present, be valid and effective.

7.7

- 1) Questions arising at a meeting of the Directors and committee of Directors shall be decided by a majority of votes.
- 2) In the case of an equality of votes, the Chairperson does not have a second or casting vote.

7.8 No resolution proposed at a meeting of Directors or committee of Directors need be seconded and the Chairperson of a meeting may move or propose a resolution.

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

PART 8 - DUTIES OF OFFICERS

8.1

- 1) The President shall preside at all meetings of the Society and of the Directors.
- 2) The President is the Chief Executive Officer of the Society and shall supervise the other Officers in the execution of their duties.

8.2 The Vice President shall carry out the duties of the President during his or her absence.

8.3 The Secretary/Treasurer shall:

- a) conduct the correspondence of the Society;
- b) issue notices of meetings of the Society and Directors;
- c) keep minutes of all meetings of the Society and Directors;
- d) have custody of all records and documents of the Society;
- e) have custody of the common seal of the Society if any;
- f) maintain the Register of Members;
- g) keep the financial records, including books of account, necessary to comply with the Society Act; and,
- h) render financial statements to the Directors, Members, and others when required.

8.4

- 1) The offices of Secretary and Treasurer may be held by one person who shall be known as Secretary Treasurer.

- 2) When a Secretary Treasurer holds office, the total number of Directors shall not be less than seven (7) or the greater number that may have been determined pursuant to Bylaw 5.2 (2)

8.5 In the absence of the Secretary Treasurer from a meeting, the Directors shall appoint another person to act as Secretary Treasurer at the meeting.

PART 9 - SEAL

9.1 The Directors may provide a common seal for the Society and may destroy a seal and substitute a new seal in its place.

9.2 The common seal shall be affixed only when authorized by a resolution of the Directors and then only in the presence of the persons prescribed in the resolution, or if no persons are prescribed, in the presence of the President and Secretary Treasurer.

PART 10 - BORROWING

10.1 In order to carry out the purposes of the Society, the Directors may, on behalf 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 the foregoing, by the issue of debentures.

10.2 No debt shall be incurred without the sanction of a Special Resolution of the membership.

PART 11 – AUDITOR

11.1 This part applies only where the society is required or has resolved to have an auditor.

11.2 The first auditor shall be appointed by the Directors who shall also fill all vacancies occurring in the office of the auditor.

11.3 At each Annual General meeting, the Society shall appoint an auditor to hold office until he or she is re-elected or his or her successor is elected at the next Annual General meeting.

11.4 An auditor may be removed by Ordinary Resolution.

11.5 An auditor shall be promptly informed in writing of appointment or removal.

11.6 No Director or employee of the Society shall be an auditor.

11.7 The auditor may attend General meetings.

PART 12 – NOTICE TO MEMBERS

12.1 A notice will be given to a member either personally, or by mail to him or her at his or her registered address.

12.2 A notice sent by mail shall be deemed to have been given on the second day following that on which the notice is mailed. In proving that the notice has been given, it is sufficient to prove the notice was properly addressed and put in a Canadian Post Office receptacle.

12.3 Notice of a General meeting shall be posted at each Hall for every member shown on the Register of Members, on the day the notice is given. ~~A notice of a General meeting will also be mailed to every member shown on the Register of Members.~~

12.4 No other person is entitled to receive a notice of General meeting.

PART 13 – RULES OF ORDER

13.1 January will be an Annual General meeting followed by a minimum of two (2) General meetings in a given calendar year.

13.2 A General meeting shall be conducted as follows:

Meeting Agenda

- 1) Call meeting to order
- 2) Minutes of the last meeting is read
 - a. Errors or omissions?
 - b. Vote?
- 3) Introduction of new or retired members
- 4) Secretary/Treasurers Report
- 5) Correspondence
- 6) Committee Reports
- 7) Chief's Report
- 8) Assistant Chief's Reports
- 9) Old Business
- 10) Election of Directors (Annual General meeting only)
- 11) New Business
- 12) Open Forum
- 13) Motion to Adjourn

PART 14 – DUES

14.1

- 1) Annual dues are to be paid and are due in January of each year. This amount will be determined by the Society as defined in Bylaw 2.4
- 2) Money paid for services rendered to the Society, remain the property of the Society. Wages and benefits paid personally to active members by the City of Salmon Arm remain the property of that individual member.
- 3) Money earned by individual halls remain the property of that Hall Association.

PART 15 - LIFE MEMBERS

15.1

- 1) The title of Life Member may be bestowed upon any retired member with twenty (20) years of service who has been in good standing with the Society, as determined by a majority vote of the Society.
- 2) Life Members have all the privileges of a regular member upon payment of dues, except in discussion of Fire Department operations and procedures. If he or she chooses not to pay dues, the Life Member forfeits the privileges of a regular member but may still participate in all social functions of the Association at the same cost as a regular member.
- 3) Life Member may not hold a Director position.
- 4) Life Members may hold a position on standing or special committees.
- 5) Life Members have a vote in all aspects of the Association.
- 6) Any Hall may nominate a member for a Life Membership at a General meeting following his or her retirement.

15.2 Individual Halls are encouraged to make provisions to allow for Honorary Membership of retired members who have not achieved twenty (20) years of service. Honorary Hall Members will have no privileges within the Society, but may still participate in all social functions of the Society at the same cost as a regular member.

PART 16 - BYLAWS

16.1 On being admitted to membership, each member is entitled to , and the Society shall give him or her without charge, a copy of the Constitution and Bylaws of the Society.

16.2 These Bylaws shall not be altered or adopted to except by Special Resolution.

Memorandum of Understanding between the Salmon Arm Volunteer Firefighters
Association and the District of Salmon Arm.

In the matter of the agreement between the two parties pertaining to RRSP contributions to Salmon Ann Firefighters dated 17th of May, 1983 it is agreed that the District of Salmon Ann will deposit RRSP monies into the Salmon Ann Savings and Credit Union in June and December of each year instead of January and June of each year. This change to take effect in the year 2001 and continue thereafter. Other terms and conditions of the agreement remain unchanged.

January 10, 2001