

B.C. ATHLETICS
(BRITISH COLUMBIA AMATEUR ATHLETICS ASSOCIATION)

A. CONSTITUTION

1. The name of the Society is, "British Columbia Amateur Athletics Association".
2. The objects of the Society are:
 - a) To promote, encourage, and develop the widest participation and the highest proficiency in Amateur Athletics, including Track & Field, Road Running, Marathon, Cross Country Running and Race Walking in British Columbia as well as regulate the sport of Amateur Athletics in British Columbia.
 - b) To arrange and assist in the arrangement of courses of instruction for coaches, athletes, officials, or other interested persons in matters concerning the sport.
 - c) To promote and assist in the promotion of international meets, championships, competitions, demonstrations and other events in connection with Athletics.
 - d) In conjunction with the International Amateur Athletic Federation and Athletics Canada, to lay down and enforce rules and regulations covering all aspects of Amateur Athletics.
 - e) To develop, select, support, and manage teams of British Columbia Amateur Athletics Association athletes to represent British Columbia effectively in National and International competitions.
 - f) To assist with the identification and development of Track and Field facilities and courses for Road Running, Marathon, Cross Country Running and Race Walking throughout the Province of British Columbia and in particular, to ensure that suitable facilities are available for the hosting of Provincial and National Championships and International Meets.
3. The Society shall be carried on without the purpose of gain for its members and any profits or accretions to the Society shall be used in promoting its objectives. This clause is unalterable.
4. On the winding up and dissolution of B.C. Athletics, after all debts have been paid or provision for payment has been made the assets remaining shall be paid, transferred or delivered on the first hand to Athletics Canada. Should Athletics Canada not exist then the assets remaining shall be transferred or delivered to Sport B.C. If neither of the mentioned societies is in existence then the assets remaining shall be paid, transferred or delivered to the B.C. Minister of Finance. This provision shall be unalterable.

B.

BYLAWS

(Updated September, 2000)

PART I - INTERPRETATION

- 1.1 In these Bylaws unless the context otherwise requires:
- a) "**Association**" means the British Columbia Amateur Athletics Association (B.C. Athletics), the Society herein;
 - b) "**Club**" means any bona fide club or organization within the Province of British Columbia consisting of five or more registered athletes; (*Resolution 14:10 3.1 - 1994 AGM*)
 - c) "**Directors**" mean the Directors of the Society for the time being;
 - d) "**Society Act**" means the Society Act of the Province of British Columbia from the time in force and all amendments to it;
 - e) "**Registered Address**" of the members means his address as recorded in the Register of Members;
 - f) "**Executive**" means the Executive Committee as defined herein;
 - g) "**Registered Athlete**" means any person registered with the Society eligible for competition as an amateur under the Rules of Athletics Canada or as a Recreational Member and who has not ceased to be a member;
 - h) "**Club Representative**" means a person who is a member of the Association as defined in the Bylaws from time to time in force and who is designated by a club to be that club's representative as provided in these Bylaws;
 - i) "**Unattached Athlete**" means any registered athletes not formally associated with a member club.
- 1.2 The definitions in the Society Act on the date these Bylaws became effective apply to these Bylaws.
- 1.3 Words importing the singular include the plural and vice versa; and words importing the male person include a female person and a corporation.

PART 2 - MEMBERSHIP

- 2.1 The members of the Association are those who have become members in any of one of the four categories described herein, in accordance with these Bylaws and who have not ceased to be members.
- 2.2 There shall be four (4) categories of membership in the Association:
- a) "**Member Club**" being any club as defined herein which has applied for and been granted membership with the Association.
 - b) "**Member Registered Athlete**" being any person who has applied for and been granted Recreational, Competitive or Day of Event Membership.
 - c) "**Associate Member**" being any person voluntarily involved in the activities of the Association either with the Association itself or a Member Club, as a coach, official, or administrator, or who otherwise supports the activities and programs of the Association and who has applied for and been granted membership in accordance with these Bylaws.
 - d) "**Honorary Member**" being any person granted membership in the Association in an honorary capacity by the Directors of the Association.
- 2.3 Membership in the Association is not transferable.
- 2.4 Any application for membership on behalf of a club or person in accordance with the provisions herein shall be submitted to the Board of Directors, and upon approval of the Board, the applicant shall be a member of the Association.
- 2.5 Every member shall uphold the Constitution and comply with these Bylaws.
- 2.6 Dues and Fees payable by members shall be fixed from time to time by the membership in general meeting upon recommendation of the Directors.
- 2.7 A Register of Membership shall be maintained by the Society.
- 2.8 All members are in good standing except any member who has failed to pay his current Annual Membership Fee or any other subscription or debt due and owing by him to the Society and he is not in good standing as long as the debt remains unpaid.
- 2.9 A person shall cease to be a member of the Association:
- a) By notifying the Board of Directors in writing to that effect and on receipt by the Board of such notice the member shall cease to be a member of the Association.
 - b) On his death or in the case of a corporation or club on dissolution.
 - c) On being expelled.
 - d) Upon failure to pay his membership fees, dues, and liabilities within 30 days of the due date as

- provided in these Bylaws and may not rejoin the Association without full payment of all dues, fees, and liabilities due to the Association except by discretion of the Board.
- 2.10 The Directors shall have the power by a vote of three-fourths (3/4) of those present at a duly convened meeting to expel or suspend any member whose conduct shall have been determined by the Directors to be improper, unbecoming, or in conflict with the interest or reputation of the Association or who wilfully commits a breach of the Constitution, Bylaws, or Rules and Regulations of the Association.
- a) No member shall be expelled or suspended as aforesaid without being notified of the charge or complaint against him or without having first been given an opportunity to be heard by the Directors at a meeting of the said Directors called for that purpose.
 - b) Notice of intention to suspend or expel a member, setting forth the reasons for such intended suspension and fixing the time and place for the meeting at which the resolution to suspend shall be heard by the Directors, shall be sent to the last known address of such member not less than seven (7) days prior to the meeting.
 - c) Notice of the Directors meeting shall be conclusively deemed to have been properly given if mailed to the last known address of such member at least seven (7) days prior to the day of the meeting.
- 2.11 A suspended or expelled member may appeal his suspension to a general meeting of the membership by giving written notice of intention to appeal to the Secretary of the Association setting out in such notice the grounds for his appeal. The Secretary shall give notice to the subject member, the Member Clubs and the Directors fixing a date for the Appeal Hearing not more than thirty (30) days after receipt of such notice by the expelled or suspended member.
- 2.12 Any member who resigns, withdraws, is suspended or expelled from the Association shall forthwith forfeit any rights, claims, and interests arising from or associated with membership in the Association.

PART 3 - MEETING OF MEMBERS

- 3.1 General meetings of the Association shall be held at such time and place, in accordance with the Society Act, as the Directors decide.
- 3.2 Every general meeting, other than an Annual General Meeting, is an extraordinary meeting.
- 3.3 The Directors may, when they think fit, convene an extraordinary meeting.
- 3.4 Notice of a general meeting shall be mailed at least 30 days prior to the meeting date and shall specify the place, the day, and the hour of the meeting, and the general nature of the business to be conducted thereat and where such business is to amend or repeal a Bylaw of the Association, then such notice shall contain the proposed amended or repealed Bylaw.
- 3.5 The Annual General Meeting shall be held in January of each year. (*Resolution 1 - 1990 AGM*)
- 3.6 Extraordinary general meetings may be called by the Chair at any time or shall be called within ten (10) days of the receipt by the Secretary of the written request by members of any four (4) clubs represented by the Society provided that such request:
- a) States the purpose of the general meeting;
 - b) Is signed by those members requesting the meeting.

PART 4 - PROCEEDINGS AT GENERAL MEETINGS

- 4.1 Special business is:
- a) All business at an extraordinary general meeting except the adoption of Rules of Order, and
 - b) All business that is transacted at an Annual General Meetings, 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 the Auditor, if required, and
 - vii) such other business as, 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.
- 4.2 Quorum at a General Meeting
- a) 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.

- b) 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.
- c) A quorum exists when there is present more than 20% of the designated number of eligible votes as referred to in these Bylaws, and, in any case, that such number present consists of a minimum of three (3) persons.
- d) If within thirty (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; but in any other case, if a quorum is not present within thirty (30) minutes from the time appointed for the meeting, the members present constitute a quorum.

4.3 Chairperson of a General Meeting

- a) Subject to Bylaw 4.3 (b), the Chair of the Association, the Vice Chair, or in the absence of both, one of the other Directors present shall preside as Chairperson of a general meeting.
- b) If there is no Chair, Vice Chair or other Director present within 15 minutes after the time appointed for holding the meeting, or the Chair and all the other Directors present are unwilling to act as Chairperson, the members present shall choose one of their number to be Chairperson.

4.4 Adjournment of a General Meeting

- a) A general meeting may be adjourned from time to time and from place to place, but no business shall be transacted at a reconvened adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- b) Where 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.

4.5 Voting at a General Meeting

- a) The Chairperson of a meeting may move or propose a resolution.
- b) In case of an equality of votes, the Chairperson shall not have a casting or second vote in addition to the vote to which he may be entitled as a member and the proposed resolution shall not pass.
- c) Each member in good standing shall be entitled to attend and speak at all general meetings of the Society but only those members appointed as Club Delegates pursuant to Bylaw 4.5 (i) hereof shall be entitled to vote on any question at a general meeting of the Society.
- d) Each Director shall be entitled to attend all general meetings of the Society and shall be entitled to one (1) vote on any question put to a vote at such general meetings except as noted in 5.3.a).
- e) Votes of Delegates or Directors may be cast in person or by written proxy. A proxy must be held by a Director or a Delegate.
- f) At all meetings of the members of the Society, every question shall be determined by a majority of votes unless otherwise specifically provided by the Society Act of British Columbia or by these Bylaws.
- g) Voting may be by show of hands or secret ballot at the discretion of the Chair or by the request of a voting delegate; except that the voting for Directors and Officers shall always be conducted by secret ballot.
- h) Prior to the general meeting the Secretary of the Society shall be notified in writing of the names of the Delegates and Alternates entitled to vote.
- i) Each Member Club shall appoint member(s) of the Society as Voting Delegate(s) and Alternate(s) to vote on behalf of such Member Club at any general meeting of the Society.
- j) The number of votes cast per member club is based on the number of registered club members as of the last day of September prior to the General Meeting of the Society. The votes to be carried by member clubs are as follows:

5 members minimum to 39 members	1 vote
40 members to 79 members	2 votes
80 members to 119 members	3 votes
120 members to 159 members	4 votes
160 members and above	5 votes

(Resolution 14:10.2 - 1994 AGM)

PART 5 - DIRECTORS AND OFFICERS

5.1 Powers of the Directors and Officers

- a) The business of the Association shall be carried on by the Board of Directors who shall interpret the Constitution and Bylaws, and may exercise all such powers and do all such acts and things as 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:
 - i) all Laws affecting the Society;
 - ii) these Bylaws;
 - iii) Rules, not being inconsistent with these Bylaws, made from time to time by this Society in general meeting.
- b) The powers of the Directors shall include the power to make such Rules and Regulations as they deem necessary in their absolute discretion to facilitate the functioning of the Society, subject to the approval of the members at the next following general meeting, and such Rules and Regulations are binding on the members and those participating in the Association's programs.
- c) 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.

5.2 Number of Directors and Quorum

There shall be up to 13 elected Directors of the Society and a Past Chair, a majority of who shall constitute a quorum. (*Resolution 5.2.1 - 1995 AGM*)

5.3 Election and Term of Office for Directors and Officers

- a) The Board of Directors shall consist of fourteen Directors including the Past Chair who shall have voting privileges for the first year following the election of a new Chair.
- b) All by elected position representing Chair, Vice Chair, Director Finance, Director Marketing & Communications, Director Administration & Planning, Director Programs & Technical Development, Director Events and Promotions, Director Zones 1 and 2, Director Zone 6, Director Zones 7 and 8 and two Directors from a combination of Zones 3, 4 and 5 and a specific Athlete Representative Director who shall be elected by members of B.C. Senior and Junior Teams.
- c)
 - i) Terms of office shall be for two years except in the first year of the new structure, the Vice Chair, Director Marketing & Communications, Director Programs & Technical Development, Director Zones 1/2, Director Zones 7/8 and one Director of Zones 3/4/5 who shall receive one year terms.
 - ii) Zone Representative Directors will be chosen by the caucus of all clubs from the zone represented at the AGM. Names will be submitted to BCA from the zones up to and prior to the caucus meeting, which will be the last item of business at the end of the Saturday morning session.
 - iii) Athlete Director shall be selected from and chosen by athletes who have within the past two years been on a B.C. Senior or Junior Team.
 - 5.3 c) iii) a) Should no name be forthcoming from the athletes by the time of the zone caucuses held in conjunction with the AGM, the delegates at the AGM will select a representative for a one year term from names submitted by a delegate at the AGM. It will be expected that nominations will have the approval of the nominees.
 - iv) The AGM will approve or select by voting ballot where necessary all positions open for election.
 - v) Directors may be elected for up to four consecutive terms. (This provision to commence with the 1995 AGM)
- d) The Board of Directors will meet four times a year in March, July, November and immediately following the AGM.
- e) The Executive of the Board of Directors will meet in addition to the regular Board of Directors Meetings, a minimum of three times a year in May, September and January.
- f) The Executive of the Board of Directors shall consist of the Chair, Vice Chair, Director Finance, Director Administration & Planning, Director Marketing & Communications, Director of Programs & Technical Development and Director of Events and Promotions of the Association.
- g) Directors shall retire from office at the Annual General Meeting terminating their respective

- electd term, at which time the vacated position shall be refilled by election.
- h) Separate elections shall be held for each office to be filled.
 - i) An election may be by acclamation; otherwise it shall be by secret ballot.
 - j) No person shall be eligible to serve as a Director unless they hold a current membership with the Association.
 - k) Where it has not been possible to fill a Zone Director's or Vice Chair's position by the closing of nominations, the Elections Chair shall be required to offer the position(s) as Director's at Large. This (these) position(s) shall be for a one year term and elected from the nominations presented at the AGM. (Note: The proposed Zones refer to the present B.C. Summer Games Zones)
(Resolution 5.2.1, 1995 AGM)
- 5.4 Appointment of Directors
- a) The Directors may at any time and from time to time appoint a member as a Director to fill a vacancy in the Directors.
 - b) 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.
- 5.5 Resignation of Director
- a) If a Director resigns his office or otherwise ceases to hold office, the remaining Directors may appoint a member to take the place of the former Director until the next Annual General Meeting at which time the vacated office shall be filled by election for the remainder of that term of office.
 - b) No act or proceeding of the Board of Directors is invalid only by reason of there being less than the prescribed minimum number of Directors in office.
- 5.6 Cessation of Office
- A Director shall cease to hold office in the event:
- a) The person resigns his office by delivering a written resignation to the Secretary of the Society.
 - b) The person's current membership with the Association expires and he fails to renew the same.
 - c) The person becomes ill so he is unable to fulfil his duties.
 - d) The person becomes bankrupt or suspends payment or compounds with his creditors.
 - e) If at a special general meeting of the members a resolution is passed by three-quarters (3/4) of the members represented at the meeting that he is removed from office, at which time a successor to complete the term of office may be elected.
 - f) On death.
- 5.7 Remuneration to Directors
- No Director shall be remunerated for being or acting as a Director but a Director may be reimbursed for all expenses necessarily and reasonably incurred by him while engaged in the affairs of the Society.

PART 6 - PROCEEDINGS OF DIRECTORS

- 6.1 Meetings
- a) Meetings of the Board of Directors shall be held at least quarterly, and may be convened by the Chair or Secretary at any time or place.
 - b) The Directors may meet together at such places as they think fit for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.
 - c) The Directors may from time to time fix the quorum necessary for the transaction of business but such quorum shall not be less than 50% of the Directors' Executive members, and unless so fixed the quorum shall be a majority of the Directors then in office.
 - d) The Chair shall be Chairperson of all meetings of the Directors and Executive; but if at any meeting the Chair is not present within 15 minutes after the time appointed for holding the meeting, the Vice Chair shall act as Chairperson, but if neither is present the Directors may choose one of their members to be Chairperson at that meeting.
(Resolution 14:10.4 - 1994 AGM)
 - e) A Director may at any time request a meeting of the Board, and the Secretary, upon receipt in writing of such a request shall convene a meeting of the Directors.

- f) For the first meeting of the 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 duly constituted, if a quorum of the Directors is present.

6.2 Voting

- a) Questions arising at any meeting of the Directors, the Executive or a committee established by the Directors shall be decided by a majority vote.
- b) In case of an equality of votes the Chairperson does not have a second or casting vote and the motion is defeated.

6.3 Committees

- a) The Directors may carry out their functions through committees. Such committees shall have a liaison Director on the committee who shall co-ordinate the function of the committee and, on behalf of the committee, report back to the Board of Directors for ratification, information or decision.
- b) Committee members shall be members of the Association and other than the liaison Director may be selected from the membership at large at the discretion of the Board.
- c) Any committee formed by the Board of Directors shall conform to any rules that may from time to time be imposed on it by the Directors.
- d) A committee shall elect a Chairperson of its meetings; but if no Chairperson is elected, or if at any meeting the Chairperson is not present within 15 minutes after the time appointed for holding the meeting, the committee members present shall choose one of their numbers to be a Chairperson of the meeting. (*Resolution 14:10.4 - 1994 AGM*)
- e) The members of the committee may meet and adjourn as they think proper.

PART 7 - DUTIES AND APPOINTMENT OF OFFICERS AND EXECUTIVE

7.1 Executive Committee

- a) The Executive of the Board of Directors shall consist of the four elected positions - Chair, Vice Chair, Director Finance, Director Marketing & Communications and two other Directors of the Board. The remaining Directors will rotate their membership on the Executive always allowing for two members to be present. Should a Director not be able to fulfil the commitment to attend the Executive Meeting, the next Director in rotation will be requested to attend until a full complement is achieved.
- b) The Executive may make recommendations to the Board of Directors but shall not usurp the function or approval required by the Board of Directors.

7.2 Chair

- a) The Chair shall preside at all meetings of the Society and of the Directors.
- b) The Chair of the Society shall supervise the other officers in the execution of their duties.

7.3 Vice Chair

- a) The Vice Chair shall carry out the duties of the Chair during his absence.

7.4 Secretary - The Secretary shall:

- a) Keep the records of all the activities of the Society.
- b) Keep the Minutes of all the meetings of the Society and the Directors.
- c) Deal with correspondence and perform other such duties necessary to carrying out the Constitution and Bylaws as the Directors shall direct.
- d) Prepare and present reports on the activities of the Directors at the Annual General Meeting and shall be responsible for the custody of the Seal of the Directors.
- e) File the Annual Report, Financial Statement of the Society, and the Auditor's Report as required by the Society Act.

7.5 Treasurer - The Treasurer shall:

- a) Have the custody of the Society funds and securities and shall keep full and accurate accounts of receipts and disbursements in books of account belonging to the Society and shall deposit all monies and other valuable effects in the name and to the credit of the Society in such depositories as may be designated by the Board of Directors from time to time.

- b) Disburse the funds of the Society as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the Chair and Directors at the regular meetings of the Board or whenever they may require it, an account of all his transactions as Treasurer.
 - c) Perform such other duties as from time to time shall be determined by the Board.
 - d) Be the Chairperson of the Audit Committee or otherwise co-ordinate the dealings of the Society with the Auditor.
- 7.6 Secretary-Treasurer
- a) The offices of Secretary and Treasurer may be held by one (1) person who shall be known as the Director Finance.
- 7.7. Immediate Past Chair
- a) The immediate Past Chair shall be a member of the Board and shall assist the Chair and the Vice Chair in their duties and shall provide advice and counsel to the Executive and Board of Directors as requested by the Board.
 - b) The Past Chair, except in the case of a resignation, shall have voting privileges for the first year following the election of a new Chair. (*Resolution 5.1 - 1995 AGM*)
- 7.8 The remuneration paid to officers, agents or employees shall be determined by the Board of Directors.

PART 8 - PREPARATION AND CUSTODY OF MINUTES AND OTHER BOOKS AND RECORDS

- 8.1 Minutes
There shall be prepared by the Secretary of the Society or, in his absence, by such person acting on his behalf as a Chairperson of the meeting shall direct, the Minutes of proceedings of meetings of the Society and these Minutes shall be kept in the custody of the Secretary who shall insure the same are kept in a safe and secure depository.
- 8.2 Books of Account
The Treasurer of the Society shall keep the books of account of the Society and shall be responsible for their custody and safekeeping including all vouchers, receipts, cheques, and other records dealing with financial matters.
- 8.3 Inspection of Records
All books of the Society may be inspected by any member at any reasonable time at the place at which such books and records shall be normally kept upon written request by that member.

PART 9 - FINANCIAL STATEMENT

- 9.1 The fiscal period of the Society shall terminate on a day in each year to be fixed by the Board of Directors and the Board shall cause a financial statement made up to that date to be prepared for presentation to the members at the Annual General Meeting. Such financial statement shall consist of at least a Balance Sheet and a statement of revenue and expenditures for the fiscal period and shall be in a form commonly accepted within the accounting profession.
- 9.2 The remuneration paid to every officer, employee, or agent shall be clearly and identifiably reported in the financial statements.
- 9.3 The financial statement shall be approved by the Board of Directors and the approval shall be evidenced at the foot of the Balance Sheet by the signature of two of the Directors.
- 9.4 The Auditor's Report shall be attached to the financial statement.
- 9.5 There shall be a schedule of the items grouped in the expense categories as presented in the Audited Financial Statement at the Annual General Meeting. (*Resolution 9.5.1 - 1992 AGM*)

PART 10 - AUDIT

- 10.1 a) The Board of Directors shall appoint an Auditor or Auditors after each Annual General Meeting of the Society.
- b) The Auditor(s) shall make such examination as will enable them to report to the members as required under (c) below.
 - c) The Auditor(s) shall make a report to the members and the Board of Directors on the books of

account and financial statements examined by him. The report shall state whether in his opinion the financial statement referred to therein presents fairly the financial position of the Society and the results of its operations for the period under review in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding period.

- d) The Auditor(s) of the Society has the right of access at all times to the books of account of the Society and to all records, documents, books, and vouchers of the Society, and is entitled to require from the Board of Directors and Officers of the Society such information and explanation as may be necessary to enable him to report as required by (c) above.
- e) The Auditor(s) of the Society is entitled to attend any meetings of members of the Society and to make any statement or explanation he desires with respect to the books of account and financial statement examined by him, and notice of such meeting shall be given to the Auditor(s).

PART 11 - SEAL

- 11.1 Deeds, transfers, licenses, contracts, and engagements on behalf of the Society and all cheques, bills of exchange or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Society shall be signed by such Officer or Officers of the Society and in such manner as shall from time to time be determined by resolution of the Board of Directors, provided always that such documents shall be signed by at least one of the Chair, Vice Chair, Treasurer, Secretary, or Director of the Society.
- 11.2 The Directors may provide a common Seal for the Society and may destroy a Seal and substitute a new Seal in its place.
- 11.3 The Seal of the Society shall be under the control of the Chair and its use from time to time shall be determined by the Board of Directors, provided always that the Seal of the Society may be affixed to any instrument in the presence of any two of the Chair, Vice Chair, Treasurer, or Secretary of the Society.

PART 12 - BORROWING

- 12.1 The Society shall be empowered to borrow money and for this purpose to execute and deliver notes, bills of exchange, and to give security upon any of its assets, provided however such borrowing powers of the Society shall be exercised only upon special resolution at an extraordinary general meeting of the Society called for that purpose and such special resolution shall specify the purpose of the borrowing and shall limit the amount of funds to be borrowed and the terms thereof.

PART 13 - NOTICES TO MEMBERS

- 13.1 A notice may be given to a member, either personally or by mail to him at his registered address.
- 13.2 A notice sent by mail shall be deemed to have been given on the seventh day following that on which the notice is posted and in proving that notice has been given it is sufficient to prove that the notice was properly addressed and put in a Canada Post Office receptacle.
- 13.3 Notice of general meeting shall be given to every Member Club through their President, Secretary and Head Coach (es), as well as to each administrator and unattached athlete shown on the Register of Members on the day notice is given and such notice shall be given to every Director and Officer of the Society. No other person is entitled to receive a notice of general meeting except as provided in these Bylaws.

PART 14 - BYLAWS

- 14.1 On being admitted to membership, a member is entitled to and the Society shall provide, on request and without charge, a copy of the Constitution and Bylaws and Rules and Regulations of the Society currently in force.
- 14.2 These Bylaws shall not be altered or added to except by special resolution.

PART 15 - MISCELLANEOUS

- 15.1 Special Resolution
For all purposes of the Society, "special resolution" shall be as defined in the Society Act and include a resolution passed by a three-quarter (3/4) majority of the votes cast by those voting members present in person or represented by proxy evident in writing, at a general meeting of which notice specifying the intention to propose the said resolution as an extraordinary resolution has been duly given.

PART 16 - DISSOLUTION

- 16.1 On the winding up and dissolution of B.C. Athletics, after all debts have been paid or provision for payment has been made, the assets remaining shall be paid, transferred or delivered on the first hand to Athletics Canada. Should Athletics Canada not exist then the assets remaining shall be transferred or delivered to Sport B.C. If neither of the mentioned Societies is in existence, then the assets remaining shall be paid, transferred or delivered to the B.C. Minister of Finance. (*Resolution 14:11 – 1994 AGM*)