



WESTVIEW FLYING CLUB CONSTITUTION

1. The name of the Society is the “WESTVIEW FLYING CLUB”.
2. The object of the Society is:
 - a. To acquire, hold, operate and maintain all manner of lighter-than-air and heavier-than-air craft;
 - b. To promote flying and aviation in general and to teach and train persons in the art of the science of flying and navigation and operating all manner of lighter-than-air and heavier-than-air craft,
 - c. To acquire, hold, lease, manage, rent or sell real property for the purpose of establishing and maintaining flying and landing fields, airports, air-harbours, depots and hangars for the care, housing, reception and dispatch of air craft for the purposes of the Society and of the members thereof;
 - d. To apply for and obtain all such licenses and permits from Municipal, Provincial or other proper authority as may be requisite for the purposes of the Society;
 - e. To borrow or raise or secure the payment of money in such manner as the Society shall think fit, and, in particular, by the issue of debentures charged upon all or any of the Society’s property and to purchase, redeem, or pay off such securities;
 - f. To operate air craft and other facilities owned, acquired, leased or rented by the Society, to the mutual benefit of all members on a non-profit sharing basis;
 - g. To do all other things as are incidental or conducive to the attainment of the object of the Society.
3. The operations of the Society are to be chiefly carried on in or adjacent to the Village of Westview, in the Province of British Columbia.

BY-LAWS

MEMBERSHIP

1. a. SUSTAINING MEMBERS:

Sustaining Members shall be persons admitted as such by the Board of Directors, who have paid the entrance fee fixed by the Board of Directors, which shall not be less than the sum of \$1.00, and who pay such annual fees as may be fixed, from time to time, by the Board of Directors. Each Sustaining Member in good standing shall be entitled to one vote at each Meeting of the Society.

b. NON-SUSTAINING MEMBERS:

Non-Sustaining Members shall be persons admitted as such by the Board of Directors, who have paid the entrance fee fixed by the Board of Directors, which shall not be less than the sum of \$1.00, and other fees as may be fixed, from time to time, by the Board of Directors, but who shall not be entitled to vote at any meeting of the Society. Provided that any person who has been a Non-Sustaining Member in good standing for three months or more may apply for admission as a Sustaining Member upon such conditions as may be fixed from time to time by the Board of Directors.

c. LIFE MEMBERS:

Life Members shall be persons admitted as such by the Society at any General Meeting and who have paid the entrance fee fixed by the Board of Directors, which shall not be less than the sum of \$100.00. Each Life Member shall be entitled to one vote at each meeting of the Society.

d. HONOURARY LIFE MEMBERS:

Honourary Life Members shall be persons admitted as such by the Society at any General Meeting, provided, however, that the number thereof, at any one time shall not exceed three. No Honourary Member shall be entitled to vote at any meeting of the Society.

- e. The interest of a member in the Society shall not be transferable and shall lapse and cease to exist upon the death of such member, or when such member shall cease to be a member by resignation or otherwise in accordance with the by-laws from time to time in force.
 - f. A member shall be considered to be in good standing if the entrance fee has been paid and the annual dues are not more than three months in arrears.
 - g. A member's name shall be stricken from the roll if that member's annual dues are outstanding more than one year.
 - h. All members of the Society shall comply with the provisions of these By-Laws, and any amendments thereto, and with such regulations as may be made thereunder from time to time by the Board of Directors and shall in all things endeavor to promote the interests of the said Society and to carry out the object for which the Society was incorporated.
2. a. Any member may withdraw from the Society by delivering to the Society, either personally or by registered mail, a written notice to that effect.
- b. A member may be expelled or suspended from the Society by the Board of Directors of the Society if the Board deems that his or her continuance as a member of the Society is inimical to its best interests.

MEETINGS

3. a. A general meeting of the Society shall be held not later than one month after the date of incorporation thereof, and thereafter a general meeting shall be held once a month as such time and place as may be prescribed by the Board of Directors.
- b. The general meetings referred to in the preceding sub-paragraph (a) shall be called ordinary meetings; and all other general meeting (except the Annual General Meeting) shall be called extraordinary.
- c. The Annual General Meeting of the Society shall be held on the first Monday (or as near thereto as conveniently possible) in December of each year.
- d. The Board of Directors may, whenever it thinks fit, convene an extraordinary general meeting, and an extraordinary general meeting shall also be convened on the written requisition of not less than ten members of the Society delivered to the President or Secretary for the time being of the Society, who shall, within two days of the receipt of such requisition, give proper notice of such extraordinary general meeting.
- e. Seven clear days notice shall be given of all extraordinary general meeting and Annual General Meetings. Such notices will be given by a notice posted on the Society premises, setting forth the time, place, and nature of the business to be conducted at such meeting.
- f. All business shall be deemed special that is transacted at an extraordinary general meeting, and also all business that is transacted at other meetings of the Society with the exception of the consideration of

accounts, balance sheets, and the ordinary reports of the Directors and Auditors, the election of Directors, appointment of Auditors and the fixing of the remuneration (if any) of the Auditors.

- g. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business; a quorum shall be members personally present, being not less than twenty (20%) per cent of the total number of Sustaining Members of the Society at the date of such meeting.
- h. If within half a hour after the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to the same day in the next week at the same time and place, and if at the adjourned meeting a quorum is not present within half an hour after the appointed time for the meeting, the Sustaining Members present shall be a quorum.
- i. The President of the Society shall preside as Chairman at every general meeting of the Society, and in his or her absence the Vice-President shall preside. In the absence of both the President and Vice-President the members present shall choose one of their number to be Chairman.

BOARD OF DIRECTORS, OFFICERS, and their Duties

- 4. a. The Board of Directors of the Society shall consist of not less than ten (10) Sustaining Members elected each year to the offices of President, Vice-President, Treasurer, Secretary and six Directors. At any general Meeting of the Society, provided due notice thereof has been given as aforesaid, the number of directors may be increased or decreased.
- b. The first election of directors of the Society shall be held at the first general meeting of the Society after incorporation. At each Annual General Meeting thereafter all Directors of the Society shall retire from office and the Sustaining Members of the Society shall elect Directors to fill the offices vacated. Election shall be by ballot.
- c. A retiring Director shall be eligible for re-election.
- d. Any casual vacancy occurring in the Board of Directors by death, resignation or otherwise, may be filled up by the remaining directors; and in the event of any Director being absent from three consecutive meetings of the Board of Directors, without reasonable cause, the Directors shall have the power by resolution to vacate him or her from office and may appoint any Sustaining Member of the Society in good standing in his or her place.
- e. The Society may, by extraordinary resolution, remove any director before the expiration of his period of office and may, by an ordinary resolution, appoint another person in his or her stead.
- f. The quorum necessary for the transaction of business by the Board of Directors shall be six.
- g. The Board of Directors may delegate any of its powers to committees consisting of such member or members of the Board as the Board may determine. Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on them by the Board.
- h. The President shall preside at all meetings. He or she shall see that the general policy and object of the Society are carried out, and generally supervise the business of the Society.
- i. The Vice-President shall, in the absence or at the request of the President, preside, or in his or her absence, some member of the Board of Directors shall be appointed by the meeting. The Vice-President shall assist the President in the fulfillment of his or her duties.
- j. The Treasurer shall have custody of all funds, keep an accurate record of all funds and generally perform all duties of a Treasurer, and shall when requested to do so, render to the Directors or to a general meeting, an account of the monies received and expended by him or her.

- k. The Secretary shall keep a record showing the names and addresses of all the members of the Society. He or she shall also serve all notices and keep such further records as may be directed by the President or the Directors and he or she shall also carry out such further directions as the Board of Directors may deem necessary or advisable. The Secretary shall also attend all meetings and take minutes of the proceedings at all meetings of the members and/or Directors and keep a proper record in a "Minute Book" to be kept for that purpose. In the event of the Secretary being unable to be present at any such meeting or meetings, the Chairman of the meeting shall appoint one of the Directors to act pro tem in the place of the Secretary.
- l. The Board of Directors shall have power to pass such regulations not inconsistent with these By-Laws as it may deem advisable respecting the conduct of the affairs of the Society.
- m. A Directors' Meeting shall be held once in each month or more frequently should they deem it expedient and at such time and place as they may consider advisable. Special meetings of the Board of Directors shall be called by the President upon the request of two Directors and may be called by the President at any time.
- n. The Board of Directors shall have full control of the managing, running and care of all lands and premises held by the Society, but shall not commit the Society in any major undertaking or in any way convey, mortgage or otherwise charge the said property except on order of the majority, of Sustaining Members of the Society, in attendance at a general meeting, of which due notice has been given, both of the meeting and of the business to come before the meeting.
- o. The minutes of each meeting of the Board of Directors shall be read at the next following general meeting of the Society and shall be subject to the approval of such general meeting.
- p. An authorized Bank, to be determined by the Board of Directors, from time to time, shall be the Bank of the Society, and an amount shall be kept at the said Bank in the name of the Society, and all cheques drawn on the account shall be signed by the Treasurer and either the President or Vice-President.

BORROWING POWERS

- 5. a. The Society may, by Extraordinary Resolution, exercise all or any of the borrowing powers conferred upon it by the "Societies Act" and Amendments thereto.
- b. All promissory notes, bills of exchange, debentures, and any other negotiable or transferrable instrument made, executed or issued by the Society, shall be signed by the President and the Treasurer.

AUDIT OF ACCOUNTS

- 6. a. The Treasurer's books and accounts shall be audited at the end of each Society year. Two or more Auditors shall be appointed by the Directors annually, but shall be capable of re-appointment and their report shall be made to the members at the Annual General Meeting or the Society as part of the Treasurer's Annual Report.
- b. The fiscal year of the Society shall terminate in any year at the conclusion of the Annual General Meeting.
- c. The remuneration, if any, of the Auditors shall be fixed by the Society in a general meeting.
- d. A balance sheet shall be made out in every year and laid before the Society at the Annual General Meeting, made up to a date not more than two months before such meeting.
- e. The balance sheet shall be accompanied by a report of the Directors as to the Society's affairs.

CUSTODY AND USE OF SEAL

- 7. The Seal of the Society shall not be affixed to any instrument except by the authority of a resolution of the Directors, and in the presence of at least one Director and the Secretary, and said Seal shall remain in the custody of the Secretary of the Society.

MANNER OF ALTERING BY-LAWS

8. The By-Laws shall not be altered or added to except by Extraordinary Resolution.

MINUTES OF MEETING

9. Minutes of all Annual and other General Meetings shall be entered in the Minute Book by the Secretary and shall be signed after approval thereof by the members present, by the Chairman and the Secretary.

INSPECTION OF BOOKS AND RECORDS

10. The books, records and accounts of the Society shall be produced and opened for inspection of all or any members of the Society at every general meeting of the Society; and shall be produced and opened for inspection at all times on the request of any Director of the Society.

DATED at the Village of Westview, in the Province of British Columbia, this 4th day of September, A.D.1953.

Original signed by 27 members