



Bylaws of BC Cheerleading Association

Part 1 — Interpretation

- 1 (1) In these bylaws, unless the context otherwise requires:
 - "directors" means the directors of the society for the time being;
 - "Society Act" means the Society Act of British Columbia from time to time in force and all amendments to it;
 - "registered address" of a member means the member's address as recorded in the register of members.
 - "members" refers to Full Members and Associate Members unless otherwise noted
 - "association" refers to BC Cheerleading Association
- (2) The definitions in the Society Act on the date these bylaws become effective apply to these bylaws.
- 2 Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.

Part 2 — Membership

- 3 There shall be two classes of members in the Association, namely Full Members and Associate Members. Membership must be applied for annually to the directors. On acceptance by the directors membership is granted. The following conditions of membership shall apply:
 - (1) Full Members
 - (a) Full Membership shall be available only to recreation, community, scholastic or all-star programs which offer active cheerleading programs in the province of BC,
 - (b) Each program is represented by two individuals, chosen by the program, to be voting members,
 - (c) Voting members from Full Member programs are entitled to receive notice of, attend and vote at all meeting of members, and
 - (d) Voting members from Full Member programs are entitled to hold office as a Director.



(2) Associate Members

(a) Associate Membership shall be available only to individuals, organizations or business involved in the sport of cheerleading in BC,

(b) Each associate member is entitled to one voting member. That voting member must reside in BC and be eighteen years of age or older, and

(c) Associate Membership is restricted to 10% of the total registered Full Members. If more applications for Associate membership are received than the allotment, the directors will review the applications and make the decision on who will be granted the Associate Membership. Associate Membership in the previous year does not automatically entitle a person to be granted membership again, nor, does it lower their priority for membership in the future.

4 An individual may not hold more than one vote. In the event they are chosen by multiple programs, organizations or businesses, they must decide which to be listed as the voting member.

5 Every member must uphold the constitution and comply with these bylaws.

6 The amount of the first annual membership dues must be determined by the directors and after that the annual membership dues must be determined at the annual general meeting of the society.

7 A person ceases 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 the case of a corporation, on dissolution,

(c) on being expelled, or

(d) on having been not paid membership dues within 30 calendar days of their due date.

8 (1) A member may be expelled by a special resolution of the members passed at a general meeting.

(2) The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.

(3) The person who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

- 9 All members are in good standing except a member who has 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.
- 10 All payments for received and processed by the Association are final unless otherwise noted. Requests for refunds due to extenuating circumstances may be submitted to the board on an individual basis for review.

Part 3 — Meetings of Members

- 11 General meetings of the society must be held at the time and place, in accordance with the Society Act, that the directors decide.
- 12 (1) Notice of a general meeting must specify the place, day and hour of the meeting.

(2) The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
- 13 The first annual general meeting of the society must be held not more than 15 months after the date of incorporation and after that an annual general meeting must be held at least once in every calendar year and not more than 15 months after the holding of the last preceding annual general meeting.

Part 4 — Proceedings at General Meetings

- 14 (1) Business, other than the adjournment or termination of the meeting, must not 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 must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

(3) A quorum is 5 Full Members present (in person or via remote connection).
- 15 If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting must be terminated, but in any other case, it must 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 30 minutes from the time appointed for the meeting, the members present constitute a quorum.
- 16 If at a general meeting there is no president, treasurer or other director present within 15 minutes after the time appointed for holding the meeting, the members present must choose one of their number to be the chair.

- 17 (1) A general meeting may be adjourned from time to time and from place to place, but business must not be conducted 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 10 days or more, notice of the adjourned meeting must 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 conducted at an adjourned general meeting.
- 18 (1) A resolution proposed at a meeting need not be seconded, and the chair of a meeting may move or propose a resolution.
- (2) In the case of a tie vote, the chair does not have a casting or second vote in addition to the vote to which he or she may be entitled as a member, and the proposed resolution does not pass.
- 19 (1) A member in good standing is entitled to vote.
- (2) Voting will be allowed for up to 24 hours online.
- a) Votes cast online must include the voting member's name and program affiliation. Votes cast anonymously or with incomplete information will not be included, and
- b) Online votes must be verified by at least two directors.

Part 5 — Directors

- 20 (1) The directors may exercise all the powers and do all the acts and things that the society may exercise and do, and that are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the society in a general meeting, but subject, nevertheless, to
- (a) all laws affecting the society,
- (b) these bylaws, and
- (c) rules, not being inconsistent with these bylaws, that are made from time to time by the society in a general meeting.
- (2) A rule, made by the society in a general meeting, does not invalidate a prior act of the directors that would have been valid if that rule had not been made.



- 21 The President, Secretary, Treasurer, At-large: Scholastic representative and At-large: All-Star representative are the directors of the society.
- 22 (1) The directors must retire from office at the annual general meeting when their successors are elected.
- (2) Directors' term of office is 2 years and the directors will retire in rotation. The President and both At-large positions will be elected at one rotation and the Secretary and Treasurer on the following rotation.
- (3) An election may be by acclamation; otherwise it must be by ballot.
- (4) If a successor is not elected, the person previously elected or appointed continues to hold office.
- 23 (1) The directors may at any time and from time to time appoint a member as a director to fill a vacancy in the directors.
- (2) A director so appointed holds office only until the conclusion of their term at the annual general meeting of the society, but is eligible for re-election at the meeting.
- 24 (1) If a director resigns his or her office or otherwise ceases to hold office, the remaining directors must appoint a member to take the place of the former director.
- (2) An act or proceeding of the directors is not invalid merely because there are less than the prescribed number of directors in office.
- 25 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.
- 26 (1) Only the President will be remunerated for being a director. The remuneration is to be set at the annual general meeting prior to their election.
- (2) All other directors must not be remunerated for being or acting as a director but a director must be reimbursed for all expenses necessarily and reasonably incurred by the director while engaged in the affairs of the society.

Part 6 — Proceedings of Directors

- 27 (1) The directors may meet at the places they think fit to conduct business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.

- (2) The directors may from time to time set the quorum necessary to conduct business, and unless so set the quorum is a majority of the directors then in office.
- (3) The president is the chair of all meetings, but if at a meeting the president is not present within 30 minutes after the time appointed for holding the meeting, but not present the directors present may choose one of their number to be the chair at that meeting.
- (4) A director may at any time, and the secretary, on the request of a director, must, convene a meeting of the directors.
- 28 (1) The directors may delegate any, but not all, of their powers to committees consisting of the director or directors as they think fit.
- (2) A committee so formed in the exercise of the powers so delegated must conform to any rules imposed on it by the directors, and must report every act or thing done in exercise of those powers to the earliest meeting of the directors held after the act or thing has been done.
- 29 A committee must elect a chair of its meetings, but if no chair is elected, or if at a meeting the chair is not present within 30 minutes after the time appointed for holding the meeting, the directors present who are members of the committee must choose one of their number to be the chair of the meeting.
- 30 The members of a committee may meet and adjourn as they think proper.
- 31 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 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.
- 32 A director who may be absent temporarily from British Columbia may send or deliver to the address of the society a waiver of notice, which may be by letter, or email, of any meeting of the directors and may at any time withdraw the waiver, and until the waiver is withdrawn,
- (a) a notice of meeting of directors is not required to 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, if a quorum of the directors is present, are valid and effective.

- 33 (1) Questions arising at a meeting of the directors and committee of directors must be decided by a majority of votes.
- (2) In the case of a tie vote, the chair does not have a second or casting vote.
- 34 A resolution proposed at a meeting of directors or committee of directors need not be seconded, and the chair of a meeting may move or propose a resolution.
- 35 A resolution in writing, signed by all the directors and placed with the minutes of the directors, is as valid and effective as if regularly passed at a meeting of directors.

Part 7 — Duties of Directors

- 36 The president must do the following:
- (a) call, presides and chairs all meetings of the society and of the directors;
 - (b) is the chief executive officer of the society and must supervise the other officers in the execution of their duties;
 - (c) promote all Association activities, clinics and conferences;
 - (d) act as the spokesperson for the Association and provide official responses for any questions or concerns raised by members and non-members;
 - (e) justify and authorize all of the Association's expenses and purchases;
 - (f) maintain the registry of members, and Association database;
 - (g) handle all association mail including pickup and processing of registrations for membership, clinics, conferences and other events;
 - (h) create and maintain an email group of the members;
 - (i) responsible for ensuring adequate insurance is in place for the association;
 - (j) notify all paid members of upcoming meetings via email;
 - (k) follow up with past members regarding membership renewal;
 - (l) coordinate event sanctioning;
 - (m) create sub-committees as necessary;

- (n) develop and present the strategic direction of the Association at the AGM;
 - (o) follow the objectives set by the members at the AGM;
 - (p) set the agenda for all meetings;
 - (q) oversee the day-to-day operation of the association, and
 - (r) manage and maintain association property.
- 37 The secretary must do the following:
- (a) attend all association meetings;
 - (b) conduct the correspondence of the society;
 - (c) take and keep minutes of all meetings of the society and directors;
 - (d) have custody of all records and documents of the society except those required to be kept by the treasurer;
- 38 The treasurer must do the following:
- (a) attend all association meetings;
 - (b) keep accurate financial records, including books of account, necessary to comply with the Society Act;
 - (c) render financial statements to the directors, members and others when required;
 - (d) deposit money and cheques in the name of and to the credit of the association in the bank designated by the board in a timely fashion;
 - (e) bill members with outstanding accounts, and
 - (f) disburse funds and pay bills promptly as approved.
- 39 (1) The offices of secretary and treasurer may be held by one person who is to be known as the secretary treasurer.
- (2) If a secretary treasurer holds office, the total number of directors must not be less than 4.

- 40 In the absence of the secretary from a meeting, the directors must appoint another person to act as secretary at the meeting.
- 41 At-Large Directors must do the following:
- (a) attend all association meetings;
 - (b) act as the resource person for cheer interests for their respective position (either scholastic or all-star);
 - (c) promote safety and coaches training for their respective position;
 - (d) ensure the association is up to date with the national and international cheer community;
 - (e) make recommendations to association policy changes for their area;
 - (f) promote all association events and resources that are available to the membership they are representing, and,
 - (g) perform other duties as assigned at the AGM and meetings.
- 42 Each Director holds office with protection from the Association. The Association indemnifies each Director against all costs and charges that result from any act done as a Director for the Association. The Association does not protect any Director for acts of fraud, dishonesty, or bad faith.
- 43 No Director is liable for the acts of any other Director or employee. No Director is responsible for any loss or damage due to the bankruptcy, insolvency, or wrongful act of any person, firm, or corporation dealing with the Association. No Director is liable for any loss due to an oversight or error in judgement, or by an action when acting as a Director of the Association, unless the act is fraud, dishonesty, or bad faith.

Part 8 — Notices to Members

- 44 A notice may be given to a member, either personally, by mail or by email to the member at the member's registered address.
- 45 A notice sent by mail is deemed to have been given on the second day following the day on which the notice is posted, and in proving that notice has been given, it is sufficient to prove the notice was properly addressed and put in a Canadian post office receptacle.
- 46 (1) Notice of a general meeting must be given to every member shown on the register of members on the day notice is given.



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

Part 9 — Bylaws

- 47 On being admitted to membership, each member is entitled to a copy of the constitution and bylaws of the society.

- 48 (1) These bylaws must not be altered or added to except by special resolution at the annual general meeting.

(2) Bylaw revisions and motions can only be made by a vote of approval of at least 75% and at least 50% of the Directors present.

(3) The Directors will deal with all matters not covered in this document on an individual basis.

Part 10 — Borrowing

- 49 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.

- 50 A debenture must not be issued without the authorization of a special resolution.

- 51 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 11 - Dissolution

- 52 The Association may be dissolved by written consent of 75% of the membership at the AGM.