

CONSTITUTION

1. The name of the Society is "West Kootenay Women's Association".
2. The objects of the Society are:
 - a) To supply and render service of a charitable and educational nature to women.
 - b) To establish resources for women.
 - c) To cooperate with other organizations whether incorporated or not, which have objects similar, in whole or in part, to the objects of the Society.
 - d) To operate as a charitable organization to administer and employ its property, assets, and rights, for the purpose of promoting, or aiding in the promotion of the welfare of all women in need of help.
 - e) To receive, acquire, and hold gifts, donations, legacies, and devises.
3. The operations of the Society are to be chiefly carried on in the area of School District #7.
4. When the Society dissolves, any residual funds and property will be transferred to other registered Canadian charitable organizations, or to the municipalities in the area of School District #7.

Dated at Nelson, B.C., this 14th day of August, 1974.

BY-LAWS of THE WEST KOOTENAY WOMEN'S ASSOCIATION

Article I - Terms of admission of members, their rights and obligations

- a) Membership in the Society shall be open to any woman upon payment of the required application fee and annual dues.
- b) Any person who has rendered, over a reasonable period of time, meritorious service to the Society may be elected an honorary member by simple majority vote at any general meeting.
- c) A life member is an individual who subscribes one hundred dollars or more.
- d) The annual fee for membership shall be fifty cents, or such other amount as set by the directors from time to time.
- e) Any person in the employ of the Society may be a member of the Society, but not more than one at a time may be a director.

Article II - Conditions under which membership ceases and manner in which a member may be expelled

- a) Membership in the Society shall terminate upon non-payment of annual fee.
- b) Any Society member may have her membership terminated by an extraordinary resolution of the Society passed by a two-thirds majority vote of the members present, provided that notice of such meeting specifies that such a matter is to be placed before the membership.

Article III - Month for holding a General Meeting and mode of, ~~and~~ notice required for calling general and special meetings of the Society, and number constituting a quorum at any such meeting, and rights of voting

- a) The Annual General Meeting of the Society shall be held at a time and place designated by the Board of Directors during the month of ^{April} October.

- b) All paid up members shall be entitled to attend the Annual General Meeting and shall be notified thereof. All paid up members shall be entitled to attend any regular or special meetings and vote at such meetings.
- c) Special meetings of the Society may be called by the President and/or the Board, and a special meeting shall be called by the Board within 30 days on the Secretary's receipt of a written request stating the business to be dealt with and signing by not less than 10 members of the Society in good standing.
- d) The Executive Committee may call a Board Meeting at any time, notice of which may be given in such manner as the Executive Committee may decide.
- e) Ten percent shall constitute a quorum at Society meetings. Three Directors shall constitute a quorum of the Board.
- f) If a quorum is not present, the meeting shall be adjourned and called again one week hence at the same hour and place, and those present shall constitute a quorum.

Article IV - Appointment and removal of Directors and Officers,
and their duties, powers and remuneration

- a) The property and affairs of the Society will be managed by a Board of Directors which shall consist of five member Directors elected at the Society's annual meeting. All Directors shall be members in good standing of the Society. Directors shall have full control of all revenue and expenditures.
- b) The term of office of the Board Chairperson shall be two years with four Directors being elected each membership year.
- c) If a Director ceases to serve for any reason, the remaining Board at a regular meeting shall appoint a member of the Society to serve the unexpired term. All members of the Society shall be

notified in writing of such appointments.

- d) Any Board Director may be removed from office by a two-thirds majority vote of the Board.
- e) The Board shall have the power to enter into contractual relationships on behalf of the Society: orders of all expenditures in excess of two-hundred dollars for construction, equipment, materials, supplies, repairs, or services, shall be made on written authority of the Board.
- f) No Director of the Society shall receive any salary or remuneration for services rendered to the Society (save and except those expenses incurred in executing the Society's business may be reimbursed with the Board's approval by a majority vote.)
- g) The Officers of the Society shall be: Chairperson, Vice Chairperson, Secretary, Treasurer, Member-at-Large.
- h) The duties of the Officers shall be those normal to their election or as specified by the Directors.

Article V - Exercise of borrowing powers

The Society shall be empowered to borrow, by way of bank loan or mortgage from a recognized mortgage authority such monies as may be necessary for the purchase of property, planning and construction of facilities and operation of such facility as may be recommended by the Board of Directors and approved by extraordinary resolution of the Society.

Article VI - Audit of Accounts

The accounts of the Society shall be audited by a certified general accountant who shall be appointed by the Society at each annual meeting.

Article VII - Custody and use of the seal of the Society

- a) The seal of the Society shall be in the custody of the Secretary.
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- b) The Society's seal shall not be fixed to any documents except by authority of the Board of Resolution and except in the presence of the President and/or Vice-President and two Directors who shall each sign the sealed document.

Article VIII - Alteration of by-laws by extraordinary resolution, stating requisite majority

These by-laws may be amended or re-enacted by an extraordinary resolution passed by a two-thirds majority of votes cast by the members present at any regular or special meeting of the Society, notice of which shall state the intention to propose such resolution.

Article IX - Preparation and Custody of minutes of proceedings of meetings of the Society and of the Directors, and other books and records

- a) The Secretary shall keep the general Society records, including all minutes, lists and like reports. She will be responsible for all outgoing and incoming correspondence, ensuring that it is acted upon in accord with the Society Directors.
- b) The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the Society in proper books of accounts and shall deposit all funds in the name and to the credit of the Society in such bank or banks as may be designated.

Article X -

Time and place at which books and records of the Society shall be available for inspection by members

The books and records of the Society may be inspected by any member of the Society at any time and in such place upon arrangement with the Secretary or Treasurer of the Society.

We, the undersigned, and each of us, doth severally for ourselves, covenant and agree with each other to become organized and established in a Society under the name of The West Kootenay Women's Association, and each of us severally covenants and agrees with, the other to become bound by the constitution and by-laws herein set forth.

Dated at Nelson, B.C.,

*Jane S. Mock, R.N.
Box 63 S. Shier, B.C.*

*Dianne Luthmers,
R.R. 3 Nelson, B.C.*

*Diane Adams
R.R. 1 Winlaw, B.C.*

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324 Beasley
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