

Society's Bylaws

DEFINITIONS AND INTERPRETATION

1. Definitions. In these bylaws:
 - "societies act" means the Societies Act of British Columbia as amended from time to time;
 - "board" means the directors of the Society;
 - "bylaws" means these Bylaws as altered from time to time.
2. Definitions in the Societies Act apply to these bylaws. If there is a conflict between these bylaws and the Societies Act or the regulations under the Societies Act, the Societies Act or the regulations, as the case may be, prevail.

MEMBERSHIP

1. To become a member of the society, any person who is at least 16 full years of age and is certified by the Hang Gliding and Paragliding Association of Canada (HPAC) may become a member by submitting to the society a membership application form, a signed waiver, and the required payment. The application form and waiver can be either on paper or electronic, as specified by the board.
2. Notwithstanding the HPAC certification requirement for membership, persons who are currently engaged in freeflight training with an HPAC-certified instructor in good standing in BC may be eligible to become members of the society without HPAC certification if the other conditions for membership are met, but only if the society has designated a special student membership level for this purpose.
3. The society must offer a "Regular" level of membership, i.e. an annual level of membership for which no additional requirements or restrictions specified outside of these bylaws and the BC Societies Act and Regulations. The fee for the "Regular" membership level shall be determined, from time to time, by the members at a general meeting. Only persons who reside primarily in British Columbia may be eligible for the "Regular" membership level. The society must not call any membership level "Regular" or "Standard" or "Local" if it does not meet this definition or is not to be considered "Regular" by these bylaws.
4. Membership levels other than "Regular" and membership fees in the society shall be determined, from time to time, by the members at a general meeting. In addition to the "Regular" membership level defined above, Members of the society may

designate several levels of membership with special fees, additional eligibility requirements and/or restricted rights (e.g. youth, out-of-town, site-specific, etc.).

5. The following sites are Restricted: Grouse Mountain. No other sites are Restricted. Members may only use Restricted sites if they are on a site-specific membership level that explicitly allows use of that site. For each Restricted site, members must designate such a membership level that would allow members who pass additional eligibility criteria to use that site under restrictions specified in the membership level.
6. Membership expires as determined by the membership level. Members who are not expired or expelled are current. Annual levels such as the "Regular" level provide membership for one year since the date of the corresponding membership application or renewal, expiring on the one year anniversary of that date. Any current or past member may reapply for membership or renew their membership as if applying for membership for the first time. Any member wishing to withdraw from membership may do so by non-renewing their membership after it expires.
7. Persons who are currently or were previously members may reapply for membership or renew their membership without submitting a new application form if the information they provided on the last application form did not change, and the board specifies a process for skipping application forms in this case.
8. Persons who are currently or were previously members may reapply for membership or renew their membership without submitting a new waiver if the society considers their existing waiver on file to still be valid.
9. When determining membership fees and levels, the society may choose to waive the "Regular" membership fee for persons who were the society's directors at some point in the 12 months preceding the last annual general meeting. In such a case, these persons are considered to automatically satisfy the membership requirement for payment since their membership fee is essentially \$0. For extra clarity, the person's eligibility for this waived fee must be evaluated on every membership application or renewal.
10. A member can only be expelled by a special resolution passed at a general meeting, however, in addition to the requirements for special resolutions stipulated by the Societies Act, at least 12 members must vote in favor of this expulsion resolution in order for it to pass, even if less than 12 members are in attendance. The member to be expelled must be allowed to participate in the general meeting at which their expulsion is considered like any other member, at least until they are actually expelled.

11. Members may pass a special resolution to un-expel a previously expelled member.
12. Expelled members are not current, and are not in good standing. Members in good standing are all current members who are not expelled.
13. The society may enter into reciprocal access agreements with other freeflight clubs where members of the other club are allowed to fly the society's sites without applying for membership in the society or paying the society's membership fee (the waiver is still required though), in exchange for similar access to the other club's sites for the society's members. Such agreements do not create new membership in the society, and do not create a new pathway for any persons to become members of the society. Members of the other club do not become members of the society by virtue of such agreements.

BOARD OF DIRECTORS

1. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the society.
2. The Board shall, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the society, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President.
3. A board meeting may be called on the instructions of any two members provided they request the President in writing to call such meetings, and state the business to be brought before the meeting. Meetings of the Board shall be called by ten days notice in writing by email to each member or by three days notice by telephone.
4. A person appointed or elected a director becomes a director if they were present at the meeting when being appointed or elected, and did not refuse the appointment. They may also become a director if they were not present at the meeting but consented in writing to act as director before the appointment or election, or within ten days after the appointment or election, or if they acted as a director pursuant to the appointment or election.
5. Any director or officer, upon a majority vote of all members eligible to vote at general meetings of the society, may be removed from office for any cause which the society may deem reasonable.

PRESIDENT

1. The President shall be ex-officio a member of all Committees. He/she shall, when present, preside at all meetings of the society and of the Board. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

SECRETARY/TREASURER

1. It shall be the duty of the secretary to attend all meetings of the society and of the Board, and to keep accurate minutes of the same. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board. The Secretary/Treasurer shall have charge of all the correspondence of the society and be under the direction of the President and the Board.
2. The Secretary/Treasurer shall receive all monies paid to the society and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He/she shall properly account for the funds of the society and keep such books as may be directed. He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited of the financial position of the society and submit a copy of same to the Secretary for the records of the society. The Office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.

MEMBERSHIP DIRECTOR

1. The Membership Director shall keep a record of all the members of the society and their email addresses, send all notices of the various meetings as required, and collect and receive the membership fees levied by the society. Such monies shall be promptly turned over to the Secretary/Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as required.

AUDITING

1. The books and records of the society may be inspected by any member of the society upon giving 30 days notice and arranging a time satisfactory to the officer or officers having charge of same.

GENERAL MEETINGS

1. This society shall hold an annual general meeting on or before December 31, in each year, of which notice in writing will be delivered through the forum prior to the date of the meeting. At this meeting the members shall elect a total of seven

directors, including the President, Secretary, Treasurer, (or Secretary/Treasurer), and Membership director. The elected directors shall form the Board, and shall serve until they resign, are removed, or until their successors are elected and installed. For extra clarity, every officer elected by members is also at the same time elected as a director. Any vacancy occurring during the year shall be filled at the next general meeting, provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office or director position in the society.

2. General meetings of the society may be called at any time by the Secretary upon the instructions of the President or Board. Members who want to call a special general meeting may petition the board to call such a meeting. Such a petition shall include the reason for calling the meeting, and shall be mailed by letter to the last known address of the President. The board, if asked by a member in good standing, must provide a mailing address suitable for this purpose. A special general meeting shall be called by the President or Secretary upon receipt of such a petition if the total number of signatories who are members in good standing is greater than one fifth of the number of "Regular" members in good standing. For clarity, the signatories don't need to be "Regular" members to be counted. Such a special general meeting must be scheduled for a date that is no later than 20 days after the petition letter was delivered.
3. General meetings of the society must be held either in person within the Lower Mainland area of British Columbia, or using online teleconferencing software such as Skype, Google Meet, Google Hangouts or Zoom. In-person meetings may be augmented with online teleconferencing, such that some members, directors and/or officers participate in-person while others participate via teleconference.
4. Whether a given general meeting should be held in-person or by teleconference or both (as described above) is at the board's discretion, and must be specified in the required notice announcing the general meeting. The notice shall include instructions for participating in the teleconference if that is an option at this meeting.
5. Teleconferencing software used for general meetings, if any, must allow members to participate essentially similarly to if they were attending in person – the participating members must be able to listen to the meeting, ask questions, listen to the answers, nominate directors, cast votes, etc. in real time. The software must be able to indicate which of the teleconferencing participants, if any, is currently speaking.
6. Just as in-person general meetings must not require an entry fee, any teleconferencing software used for general meetings must be free of cost to participating members. Nevertheless, members participating by teleconference might be required to have access to a general purpose computer with a broadband internet

connection in order to use the software, and the cost of such access shall be borne by participating members. The board should strive to choose software that is cheap or free to license, easy to operate, is widely available, and does not compromise members' privacy.

VOTING

1. Any member in good standing shall have the right to vote at any general meeting of the society.
2. Such votes can only be made in person or using the teleconferencing software as described above, and not by proxy or otherwise.
3. Notwithstanding paragraph 1 of this VOTING section, when the society has at least thirty "Regular" members in good standing (see MEMBERSHIP section for definition of "Regular" membership level), any member on one or more of the Non-voting membership levels (listed below) DOES NOT HAVE THE RIGHT TO VOTE at the society's general meetings UNLESS they are also a member of the "Regular" level or any other level that is NOT listed as Non-voting.
4. Non-voting membership levels are:
 - Any shorter-than-annual levels of membership (e.g. monthly, weekly, daily)
 - Any site-specific guest levels that are cheaper than the "Regular" level (e.g. Grouse Guest)
 - Any event-specific (e.g. competition) levels of membership
 - Any out-of-town / visitor / guest levels of membership that are cheaper than the "Regular" level

TENURES

1. The society may obtain tenures on crown land in its name to secure members' access to flying sites.
2. The society must maintain its tenures:
 - a. The society must pursue all possible avenues to promptly renew every tenure it holds unless members have passed a resolution to non-renew this tenure at least 60 days prior to the renewal deadline, or renewal is impossible due to factors outside of the society's control, such as rezoning of the land parcel in question that excludes freeflight use. If renewal is impossible, the board must promptly notify the membership about the upcoming problem by email.
 - b. The society must not cancel / abandon any tenure without passing a special resolution to that effect at least 60 days prior to the intended action.

- c. The society must not downgrade any tenure from commercial to non-commercial use without passing a special resolution to that effect at least 60 days prior to the intended action.
 - d. The society must not transfer the ownership or control of any of its tenures to other individuals, organizations or entities, including but not limited to members, directors, officers, other freeflight clubs or freeflight associations, without passing a special resolution to that effect at least 60 days prior to the intended action.
3. Entering into a tenure agreement for crown land may require the society to demonstrate safe operations and/or require insurance in its management plan; in those cases the society may impose additional requirements on members wishing to use the tenured site, e.g. the society may require use of helmets, additional waivers, liability insurance (e.g. HPAC), etc. on tenured sites. Those additional requirements should only be introduced for the purpose of ensuring reasonable safety and compliance with regulations regarding tenures, and should not be unreasonable or insurmountable for all but a small minority of members.

BYLAWS

1. The Bylaws may be rescinded, altered or added to by a "Special Resolution".