



T.K. SPARKS

The Tyee Club of British Columbia

Bylaws

Article I Area of Operations, Office and Definitions

1. The operations of the Society are to be chiefly carried on within the Coastal waters of British Columbia.
2. The office of the Tyee Club of British Columbia shall be in the City of Campbell River, British Columbia.
3. Within these Bylaws the term “The Tyee Club” means “The Tyee Club of British Columbia”.

Article II Directors

1. The direction and control of the affairs of The Tyee Club of British Columbia shall be vested in a Board of Directors, serving without remuneration. The Board will consist of not less than seven nor more than fifteen Directors who shall be elected at each Annual General Meeting in accordance with Article XV.
2. Directors of The Tyee Club will be elected from Registered or Life members and must resign as a Director should they cease to be a Registered or Life member.
3. The Board of Directors may adopt such rules, regulations, or policies governing the conduct and affairs of The Tyee Club as may from time to time be found necessary and proper.
4. The Board of Directors will supervise the affairs of The Tyee Club according to all Bylaws, rules, regulations and policies.
5. The Board of Directors may impose penalties for the infraction of these Bylaws or any Rule or Regulation made by authority thereof or for conduct prejudicial to the best interests of The Tyee Club. The nature of such penalties and the manner in which they may be imposed are hereinafter set forth.
6. A quorum at a meeting of the Board of Directors shall be fifty percent of serving Directors plus one.
7. At the first meeting of the Board of Directors after the Annual General Meeting of The Tyee Club, the Board of Directors will organize and will elect from their own number a President, Vice-President, Treasurer and a Secretary.
8. The Board of Directors may appoint an Official Weighmaster as it may deem necessary.

Article III President

1. The President shall chair the Board of Directors.
2. The President will give a report on the general affairs of The Tyee Club at each Annual General Meeting.
3. The President shall be an ex-officio member of all committees.

Article IV Vice-President

1. In the absence or disability of the President, the Vice-President shall perform all duties and possess all the powers of the President.

Article V Secretary and Treasurer

1. The Secretary shall keep a record of all proceedings and decisions of the Board of Directors and of The Tyee Club and shall maintain a file of all communications directed to The Tyee Club and of all correspondence on behalf of The Tyee Club.

2. The Treasurer shall collect the funds and income of The Tyee Club and shall deposit the same promptly into The Tyee Club's bank account. The Treasurer shall have general charge of the Books and Accounts of The Tyee Club and shall submit a financial statement whenever requested by the Board of Directors.

Article VI Signing Authority

1. The President, Vice-President and the Treasurer have signing authority of The Tyee Club.
2. Other Directors, upon approval of the Board of Directors, will have signing authority of The Tyee Club.
3. The President, or a Director that has signing authority, shall, jointly with the Treasurer, sign all cheques and drafts on behalf of The Tyee Club.
4. The President shall, jointly with the Vice-President or a Director that has signing authority, sign all contracts, bonds or other instruments necessary to be executed by The Tyee Club.

Article VII Committees

1. From time to time the Board of Directors may appoint committees for specific purposes and terms. All such committees shall report to and be under the direction of the Board of Directors.

Article VIII Vacancies

1. If a vacancy occurs in the Office of the President, Vice-President, Secretary or Treasurer, the Board of Directors may elect a successor, either from their own number or from the Registered or Life membership of The Tyee Club.
2. If a director of The Tyee Club ceases to hold office as a director before the end of his or her term, then the Board of Directors may appoint a replacement director, who will hold office for the remainder of that term.

Article IX Membership

1. The membership of The Tyee Club shall not be limited in numbers.
2. There shall be five classes of members: Registered, Life, Registered Honorary, Honorary and Angler.
 - a) Registered members are anglers who have landed a Tyee Salmon weighing thirty pounds or over within the waters bounded by Cape Mudge on the south and Seymour Narrows on the north in accordance with the Rules and Regulations of The Tyee Club and who have paid required initial dues;
 - b) Life members are Registered members who have subscribed for membership for life and who have paid required dues. Life members have all the rights and responsibilities of Registered members;
 - c) Registered Honorary members are members who have met the conditions for Registered or Life membership and who have been elected to Registered Honourary membership by a majority vote of the board of Directors. Such actions by the Board shall be considered a tribute by the Tyee Club to the individuals so honoured because of the extraordinary contributions to the Club made by the Honoree. Registered Honorary members have all the rights and responsibilities of Registered and Life members;
 - d) Honorary members are individuals who have been elected to Honorary Membership by a majority vote of the Board of Directors. Such action by the Board shall be considered a tribute by The Tyee Club to the individuals so honoured because of special qualifications possessed by the Honoree. Honourary members have none of the rights and responsibilities of Registered, Life and Registered Honourary members;
 - e) Anglers are individuals that have not met the conditions of other member classes and who have paid required dues.
3. Membership terms by class are:

- a) For Registered members, from the day they meet the conditions of 2a), and then annually from June 1 to May 31, automatically renewing;
- b) For Life, Registered Honourary members and Honorary members, the membership term is for life;
- c) For Anglers, from the day of dues payment in one year ending May 31 the following year; and
- d) All memberships terminate at death.

4. Only Registered, Life members, Registered Honourary members shall have the privilege of holding office and of voting on the affairs of The Tyee Club. Voting members must be current on dues and be in good standing prior to voting.

5. All member classes may attend the Annual General Meeting. Guests may attend the Annual General Meeting unless the Board of Directors, in their sole discretion, determine the presence of the individual may be detrimental to The Tyee Club.

6. Members may not inspect any records of The Tyee Club other than those required to be kept by The Tyee Club pursuant to Section 20(1) of the Societies Act and those records a Member is permitted to inspect pursuant to Section 24(2)(a) of the Societies Act.

7. Members must pay dues or fees at an amount and frequency as required by the Board of Directors.

8. A member is not in good standing if the member:

- a) fails to pay dues, or fees, if any, when due;
- b) violates any provision of these Bylaws, rules, regulations, or policies of The Tyee Club implemented from time to time;
- c) carries out any conduct which may be detrimental to The Tyee Club, as determined by the Board of Directors in its sole discretion; or
- d) for any other reason that the Board of Directors, in its sole and absolute discretion, considers to be reasonable, having regard to the purposes of The Tyee Club,

and the member is not in good standing for so long as the applicable condition above remains unresolved to the Board of Director's satisfaction.

9. A voting member who is not in good standing:

- a) may not vote at the Annual General Meeting or a Special General Meeting, and
- b) is deemed not to be a voting Member for the purpose of consenting to a resolution of the voting members, and
- c) will not receive notice of Annual General or a Special General Meeting.

Article X Infraction of Rules

1. The Board of Directors shall have full power and authority, by a majority vote thereof, to suspend, expel, or discipline any member for infraction of these bylaws, the rules and regulations of The Tyee Club, or for conduct which, in the opinion of the Board of Directors, shall be deemed prejudicial to the best interest of The Tyee Club. Such action by the Board of Directors shall be final.

2. When it shall be necessary to exercise the power conferred by the preceding section, notice of a hearing of the matter shall be mailed to the member, directed to his or her last known address, at least thirty days prior to the date fixed for the hearing, unless otherwise agreed to, and such member shall have the privilege of appearing before the Board of Directors to be heard in his own defense. Such notice shall advise the member of the nature of the infraction, reasons for proposed suspension, expulsion or discipline, the date of the hearing and shall request his presence at the hearing. No other notice need be given.

3. A member may not be disciplined or expelled by special resolution.

Article XI Resignations

1. All resignations of members must be in writing and addressed to the Board of Directors. No resignations shall be considered unless accompanied by payment of any indebtedness to The Tye Club by the resigning member.

2. Upon the termination of membership in The Tye Club, the rights of such Member, including any rights in the property of the Society, automatically cease to exist.

Article XII Meetings

1. The Annual General Meeting of The Tye Club of British Columbia shall be held in or around the City of Campbell River on the third Saturday in August of each year at a place and time designated by the Board of Directors.

2. Special General Meetings of the members of The Tye Club of British Columbia may be called by the President upon his or her own initiative, and must be called by the President upon receiving written request for same from at least six Directors, or the lower of ten individuals or ten percent of Registered or Life Members.

3. The Board of Directors shall give notice of the Annual General Meeting or a Special General Meeting no more than 60 days and no less than 14 days before the date and shall notify members electronically, and by posting on The Tye Club website, and by posting at the clubhouse.

4. The quorum of a General Meeting shall be 20 voting members.

5. Vote by proxy is not permitted.

Article XIII No Remuneration

1. The funds of The Tye Club shall be applied solely towards the purposes of The Tye Club, and no portion of such funds shall be paid, transferred to, or otherwise made available for the personal benefit of any member of The Tye Club. Nothing contained in this Article, or the Bylaws generally, shall prevent the payment in good faith of remuneration to any Officer, Director, or employee of The Tye Club in return for services actually rendered to The Tye Club.

Article XIV Dissolution and Winding Up

1. In the event that The Tye Club shall be dissolved or wound up, all of its property and assets then remaining, or any future interests which but for such dissolution or winding up would vest in The Tye Club, may be transferred to or given to a qualified recipient, as defined by the Societies Act, having objects entirely or in part similar to those of The Tye Club. Such other qualified recipient shall be approved by the members of The Tye Club at or before the time of dissolution or winding up.

Article XV Elections

1. The term of office for each Director shall be 3 years starting at the election at the AGM and ending at the close of the third Annual General Meeting following their election.

2. Each year at the Annual General Meeting an election, if necessary, will be held for available positions.

3. All persons, including incumbent Directors, wishing to run for office must be nominated and seconded by Registered or Life members of The Tye Club. This should be accompanied by an acknowledgement that he or she wishes to run for office.

4. The Board of Directors must receive such nominations by July 15th each year.

5. The slate of nominees must be posted at the clubhouse not less than 14 days prior to the Annual General Meeting.

6. If there are more nominees than there are available positions, a ballot shall be held at the Annual General Meeting. Those persons receiving the highest numbers of votes will be elected as Directors for a 3-year term.

Article XVI Construction

1. Other than as set out in this Article XVI, these Bylaws may be amended or repealed by a two-thirds vote of Members entitled to vote at any Annual or Special General Meeting of The Tyee Club.

2. The provisions of Article XIII and Article XIV of these Bylaws may only be altered by unanimous approval of members entitled to vote.

3. Article IX.2.a of these Bylaws may not be amended in whole or in part except by a vote passed by unanimous approval of members entitled to vote at any Annual or Special General Meeting of The Tyee Club.