

# **British Columbia Purebred Sheep Breeders' Association Constitution and By-Laws**

**April 2008**

## **Name:**

1. This association shall be known as the British Columbia Purebred Sheep Breeder's Association.

## **Purpose:**

2. The purpose of the Association shall be to encourage a general and constant improvement in sheep breeding and a better organization of the interests of purebred sheep breeders of the Province:
  1. By encouraging education, communication, promotion and dissemination of information by and among sheep producers of the Province.
  2. By holding or assisting to hold competitive exhibitions, sales and educational meetings.
  3. By co-operation with the BC Ministry of Agriculture and Agriculture Canada.
  4. By holding meetings to discuss matters of importance to the sheep industry of the Province.
  5. By co-operating with the exhibition and livestock associations and societies to advance the interests of the livestock industry generally and special reference to the interest of the sheep industry.

## **Location:**

3. The affairs of this association shall be conducted from the residence of the Secretary in the Province of British Columbia. This provision is alterable.

## **By-laws**

Any resident of the Province of British Columbia may be admitted to membership in the British Columbia Purebred Sheep Breeders' Association upon application and upon payment of membership fee as set by special resolution of the membership at the Annual Meeting of the Association.

- (a) A member is in good standing if his or her annual dues are paid.
- (b) A member may for just cause be expelled from membership in the Association by a majority vote of members at the Annual General Meeting.

2. The financial year end shall be no more than six months prior to the Annual General Meeting.
  - (a) The annual general meeting shall be held once in every calendar year, date and place to be determined by the Board of Directors.
  - (b) Special meetings may be called at the discretion of the Board of Directors.
  - (c) Not less than (15) days prior to a meeting date, either annual or special, the Secretary shall mail a notice of meeting to each registered member. (1) The purpose for which the special meeting is called shall be stated in the notice of same.
  - (d) For the transaction of business at an annual or special meeting, nine (9) members shall constitute a quorum.
  - (e) For the transaction of business at a meeting of the Board of Directors, five (5) members shall constitute a quorum.
  - (f) The Chairman of any meeting shall vote only when a casting vote is required.
  - (g) Members unable to attend a given meeting, either of the Association or the Board of Directors, may not vote by proxy.
  - (h) A member of the Association or of the Board of Directors who is unable to attend a given meeting because of health or cost reasons may register his/her vote by setting forth their opinion in writing.
    1. Signed letter or fax must be received by the Secretary seven (7) days prior to the meeting.
    2. A member of the Association or of the Board of Directors may vote on or express his/her opinion of any item on the agenda for that meeting.
    3. The Secretary shall duly enter such a vote or opinion into the minutes of the meeting and it shall be counted as a vote cast by the absent member.
  - (i) No person other than a member in good standing shall be entitled to participate in or vote at any meeting of this Association.
3. This Association shall be governed by a Board of Directors, said Board of Directors to consist of, the immediate Past President, President, Vice President, Secretary, Treasurer, four (4) Directors At Large and (1) Canadian Sheep Breeders Association Director, representative of the membership.
  - (a) Elections of directors be “staggered” so that starting 2002 AGM two directors would be elected for one year and two for two years. This will be followed by electing tow directors each year for a two year term.
  - (b) A Director may be removed provided a special resolution is filed with the Secretary at least fifteen days prior to the date of the meeting at which said motion is to be introduced. Resolution requires a three-quarters majority vote of members present to pass.
  - (c) Directors shall receive no remuneration.
  - (d) Separate elections shall be held for each office to be filled. Each office shall be elected by the membership present at the annual meeting.
  - (e) It shall be the duty of the President to preside over all meetings of the Association and the Board of Directors and to decide upon all questions of order.
  - (f) It shall be the duty of the Vice-President to aid and assist the President at all times.
    - (1) In the absence of the President, the Vice-President shall assume his/her duties.

- (g) The Secretary shall attend all general meetings of the Association and all meetings of the Board of Directors.
    - (1) He/she shall keep accurate minutes (see 3(h))
    - (2) He/she shall conduct all correspondence pertinent to the business of the Association
    - (3) He/she shall issue all reports, including press reports and shall prepare the Annual Report for publication
  - (h) The Treasurer shall attend all general meetings of the Association and all meetings of the Board of Directors.
    - (1) He/she shall receive and give an accounting of all monies belonging to the Association
    - (2) He/she shall pay all liabilities authorised by the Board of Directors.
  - (i) The President, the Secretary and the Treasurer shall be ex officio of all standing Committees and all Special Committees.
  - (j) Required representatives to exhibition associations and all standing committees shall be elected at the annual meeting.
    - (1) It shall be the duty of such representatives to fulfill the instruction of the Association
  - (k) The Board of Directors shall meet at the call of the President or in his/her absence, the Vice-President, on at least three (3) days notice.
    - 4 All funds shall be deposited to the credit of the British Columbia Purebred Sheep Breeders' Association in a chartered Bank of the Dominion of Canada, said bank to be selected by the Board of Directors all dispersal's shall be made by cheque drawn on said bank. Cheques shall be signed by the Treasurer and counter-signed by on or two additional signing officers authorised by the Board of Directors.
- (a) All member expenses must be pre-authorised by the Board of Directors.
- (5) At the direction of the Board of Directors, the Association shall have the power to borrow monies, total current debt incurred by such borrowing to exceed the sum of three hundred dollars subject to the Societies Act of British Columbia.
  - (6) *A member in good standing be appointed to review the books.*
  - (7) The Secretary shall have custody and use of the seal of the Association
  - (8) The office of the Association shall be situated at the residence of the Secretary.
  - (9) Any accredited member of this Association shall have the right to propose alterations, additions or amendments to the constitution and by-laws at any annual or special meeting of the Association provided that written notice-of-motion is filed with the Secretary at least fifteen (15) days prior to the date of the meeting at which said motion is to be introduced.

- (a) Incorporation of such alterations, additions or amendment shall require a three-quarter majority vote of members present and voting on the motion.
- (b) Such alterations, additions or amendments shall not take effect or be acted upon until the approval of the Registrar of Societies of British Columbia has been received.

- (10) Special resolutions shall be accepted for consideration provided they are received not less than four (4) weeks prior to date of the meeting at which said resolution is to be introduced. Notice shall be sent out fifteen (15) days prior to the meeting. Special resolutions require a three-quarters majority vote of the members present to pass.
- (11) All books and records of the Association shall be in the custody of the Secretary
- (12) Order of business:

- (1) Minutes of the previous meeting
- (2) Report of the Secretary
- (3) Report of the Treasurer
- (4) Reports of Committees and Directors
- (5) Unfinished business
- (6) Election of Directors (annual meeting)
- (7) New business
- (8) Discussion
- (9) Adjournment

(13) Any accredited member of this Association shall have the right to inspect the books and records thereof, and said books and records to be made available to him/her upon request and inspection to take place at the office of his/her Association