

Bylaws (2018)
of the Rock Lake United Church Camp Society

The bylaws of the Society are those set out in the Model Bylaws Societies Regulation 2015 Schedule 1, with the following variations, and additions.

Part 1 - INTERPRETATION

Definitions

1.1 In these Bylaws:

"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;

"BC Conference" means British Columbia Conference of the United Church of Canada;

"General Council" means the governing body of the United Church of Canada;

"Society" means the Rock Lake United Church Camp Society;

"Supervising Court" means BC Conference or its delegate of the United Church of Canada and any successor body;

"UCC" means the United Church of Canada, (the Church formed in 1925 by the union of the Presbyterian, Methodist and Congregational Churches in Canada) or a person or body appointed in writing to represent it;

"BCCA" means the BC Camping Association, a governing body that facilitates and promotes an in depth accreditation process, informs and educates its membership of camping professionals, and advocates the benefits of accredited camps to parents and the BC public.

Definitions in Act apply

1.2 The definitions in the Act apply to these Bylaws.

Conflict with Act or regulations

1.3 If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or regulations, as the case may be, prevail except as to provisions required by UCC Incorporated Ministry policies as may be amended from time to time.

United Church of Canada policies apply

1.4 The Society, and any and all subsidiary bodies, shall be organized and supervised according to the

Incorporated Ministry policy of the United Church of Canada.

- 1.5 The Society, and any and all subsidiary bodies, shall adhere, at all times, to the applicable policies, standards, and regulations of the United Church of Canada made by the General Council from time to time or its Executive and the BC Conference of its Executive.

Part 2 - MEMBERSHIP

- 2.1 The Society will be comprised of up to three voting representatives elected from each of The United Church of Canada congregations in Creston, Kimberley, Cranbrook, Fernie, Jaffray, Grasmere and Windermere Valley Shared Ministry or their successor(s) to be referred to as "member congregations". Other representatives from each member congregation will be non-voting members. If a member congregation declines to fill their voting positions in the Society, then these positions may be filled by other members as appointed by the Society. All such appointees will be given full membership with voting rights. All such memberships are effective only until the following Annual General Meeting.
- 2.2 On being admitted to membership, each member is entitled to, and the Society must give the member without charge, a copy of the constitution and the bylaws of the Society.
- 2.3 A member may be expelled by special resolution of the members passed at a general meeting.
- 2.3.1 The notice of special resolution for expulsion must be accompanied by a brief statement of the reason for the proposed expulsion.
- 2.3.2 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.

Part 3 - MEETINGS OF MEMBERS

- 3.1 The Society shall meet annually or at the discretion of the Chairperson of the Board.
- 3.2 An Annual General Meeting of the Society shall be held in the spring. This meeting shall include election of directors of the Board, chairperson of the Board and a liaison person to the Supervising Court.
- 3.3 Notice of a general meeting must specify the place, day and time of the meeting, and, in case of special business, the general nature of that business in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business. Oral notice of a general meeting shall be read during each member congregation's Sunday service on two consecutive Sunday's preceding the date set. Notice shall be placed in a prominent location on the Society's camp website.
- 3.3.1 Notice of a general meeting must include the text of any special resolution to be submitted to the meeting.
- 3.4 The minutes of the previous general meeting and the financial statement and budget shall be given with a motion to approve. Reports and recommendations from each committee shall be heard and

dealt with.

- 3.5 The quorum for the transaction of business at a general meeting is 5 voting members from member congregations or 10% of the voting members, whichever is greater. Business must not be transacted at a general meeting unless a quorum of voting members is present.

Part 4 - RESPONSIBILITIES OF THE BOARD

- 4.1 The Board must have no fewer than 3 and no more than 11 directors, the majority of which must be members or adherents of the member congregations.
- 4.1.1 The Board must forthwith notify the BC Conference of the names of all those elected or appointed as directors. BC Conference has the right to consent to or reject the election or appointment within 14 days after being notified, but such consent must not be unreasonably withheld. If BC Conference does not reply to the Society within 14 days, it is deemed to have consented to the election or appointment.
- 4.2 The Board shall oversee the general operation of the camp including, but not limited to, administration, programming, registration and property maintenance and development.
- 4.3 A Board meeting may be called by the chairperson or by any 2 other directors.
- 4.4 At least 2 day's notice of a Board meeting must be given to all directors unless all the directors agree to a shorter notice period.
- 4.5 The Executive of the Board shall include: Chairperson, Vice-Chairperson, and
- 4.5.1 The Secretary, elected by the Board, is responsible for both the Society and the Board activities by:
- a) issuing notices of meetings;
 - b) taking, maintaining and distributing minutes of meetings;
 - c) maintaining a list of the Society's members and directors;
 - d) conducting the correspondence of the Board, including information to UCC;
 - e) filing the annual report of the Society in accordance with the Act and UCC.
- 4.5.2 The Treasurer, elected by the Board, is responsible for the Societies' financial records by:
- a) receiving and banking monies collected from all sources;
 - b) keeping accounting records in respect of the Society's financial position;
 - c) preparing the Society's financial statements
 - d) making the Society's filings respecting taxes.
- 4.5.3 The signing officers shall be the Treasurer and one other director.
- 4.6 The BC Conference Executive Secretary, or successor position, shall be an ex officio and corresponding member of the Board and as such shall receive notice of meetings and minutes of meetings and have the right to attend all meetings in a non-voting capacity. The presence or absence of the BC Conference Executive Secretary or his/her designee shall not affect determination of a

quorum.

- 4.7 The Board's role is to manage the affairs of the Society between general meetings. It is accountable to and has the emergency powers of the full Society except the power to incur liabilities or spend money without the Society's authorization.
- 4.7.1 A quorum for meetings of the Board shall be a majority of the Board members currently in office. This number shall not be less than three from two different member congregations.
- 4.7.2 Between meetings, email voting will be an acceptable way of carrying on Board business. Such email votes shall meet a quorum requirement and be recorded by the secretary and ratified at the next face-to-face meeting.
- 4.8 The directors shall be responsible to ensure the following duties are performed:
- a) Operate camps for children, youth, adults and families of the United Church.
 - b) Promote work parties each year to ensure the camp is in good repair.
 - c) Prepare an annual report, an audited annual financial statement and an annual budget.
 - d) Approve and pay bills.
 - e) Hire, pay and discharge staff.
 - f) Consider and approve capital expenditures.
 - g) Examine and recommend church camp and campground rates fees.
 - h) Raise funds as required to ensure the camp is financially sound.
 - i) Prepare and revise, as required, job descriptions for Board members, contract employees, hired and volunteer staff.
 - j) Prepare and revise, as required, an operating manual.
 - k) Prepare camp forms, as needed
 - l) Seek to conform to all standards set by BCCA and UCC Camping Standards.
- 4.9 Committees of the Board
- 4.9.1 Program Committee
- a) Provide Board direction for activities on a year-round basis.
 - b) Develop programs for United Church users.
 - c) Select Camp Directors for United Church camps and assist them with securing leaders.
- 4.9.2 Property Maintenance and Development Committee
- a) Establish annual and long range plans for year-round facilities with recommendations for capital expenditures.
 - b) Maintain the camp at BCCA and UCC standards.
 - c) Oversee improvements.
 - d) plan and oversee the duties and responsibilities of the Camp Caretaker.
- 4.9.3 Publicity Committee
- a) Publicize the programs and use of the property.
- 4.9.4 Booking and Registration Committee

- a) Book non-UCC activities
- b) Act as Registrar for UCC use of the camp.
- c) Receive registration fees and maintain bank accounts with the assistance of the treasurer.

4.9.5 Accreditation Committee

- a) Maintain the Society's Operating Manual up to BCCA and UCC standards so that the camp can be accredited by both parties.

4.9.6 Other Committees

- a) Other committees may be formed by the Board with duties specified at the time of formation.

Part 5 - UNITED CHURCH REQUIREMENTS

- 5.1 Approval shall be obtained in advance from BC Conference for capital fundraising initiatives and appeals affecting other parts of the United Church of Canada.
- 5.2 Indebtedness is subject to the prescribed limits as may be deemed appropriate by BC Conference.
- 5.3 Any sale, transfer, mortgaging, acquisition, or leasing of land must receive the prior written consent of BC Conference.
- 5.4 Annual reporting to BC Conference shall include the membership of the Society and its Executive, the minutes of the annual meeting, financial statements (audited/independently reviewed by a qualified person), and insurance coverage.
- 5.5 Any corporations created by the Society shall be organized and supervised according to the Incorporated Ministry Policy of UCC.
- 5.6 The Society shall not, without the prior written consent of BC Conference, initiate in any way engage in proceedings that might result in voluntary winding up of the corporation.
- 5.7 The assets of the corporation shall vest in The United Church of Canada in the event that the corporation ceases to function or its corporate existence is terminated.

Part 6 - USE OF THE CAMP PROPERTY BY NON-UNITED CHURCH USERS

- 6.1 The use of the camp property by non-United Church individuals/groups will be considered as per policies and procedures set by the Board from time to time, and approved by the Society.

Part 7 - OPERATIONAL CHANGES

- 7.1 Change to the mission, management or ownership of Rock Lake United Church Camp is to be made jointly with committee dialogue and to the satisfaction of BC Conference and the Rock Lake United Church Camp Society. Member congregations can participate in these dialogues by sending non-voting

representatives to the dialogues.

Part 8 - AMENDMENTS TO THE CONSTITUTION AND BYLAWS

- 8.1 The Constitution or Bylaws can be amended by a special resolution when the following conditions are met:
- a) A Notice of Amendment to the Constitution or Bylaws is given two weeks before the meeting of the motion to amend and must include the text of any special resolution to be submitted to the meeting, and
 - b) A two-thirds (2/3) majority of voting representatives present at the meeting which the motion to amend the Constitution or Bylaws is made are in favour of the motion.
 - c) The prior written consent from BC Conference and General Council is given for changes to the Rock lake United Church Camp Society's Constitution or Bylaws particularly 1.4, 1.5, 2.1, 2.2 and Part 5 and shall be made in accordance with Incorporated Ministry Policy.
- 8.2 A resolution to amend the constitution or bylaws is subject to the prior written consent of BC Conference and the administrative approval of General Council. BC Conference and the General Council shall make a decision, and if approved, give written notice of its Decision within 30 days of receipt of a "Request by the Society for a Decision" before the creation of, or changes to articles of incorporation, constitution, and bylaws of the Society may be enacted by the Society. Following Society action on the changes, the amendments will be then forwarded for 'formal approval' before such changes may take effect.

Part 9 - DISSOLUTION

- 9.1 The Society must forthwith notify BC Conference in writing of the commencement of any proceedings that may result in the winding-up or dissolution of the Society.
- 9.2 In the event of the dissolution of the Society or in the event of Rock Lake United Church Camp ceasing to function, all funds or assets remaining after payment of debts shall vested in and transferred to, or to the order of, The United Church of Canada.

*Please note the these Bylaws (2018) are not the originals.
They have been retyped for this Operating Manual and may contain spelling or grammatical errors.*