


CAROL PREST

APEX VOLLEYBALL CLUB

CONSTITUTION AND BYLAWS

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1. CONSTITUTION AND BYLAWS

1.1 Constitution

Article 1. NAME

The name of this organization shall be Apex Volleyball Club hereinafter referred to as Apex. The headquarters of the Association shall be within the boundaries defined and approved by Volleyball BC.

Article 2. OBJECTIVES

The Association shall have the following objectives:

- a) To promote, develop and administer the game of volleyball at the club level.
- b) To maintain membership in good standing with Volleyball BC, hereinafter referred to as VBC, and adhere to the Constitution, Bylaws, Rules and Regulations thereof.
- c) To represent and act on behalf of its Members and assist them to develop and effectively administer volleyball programs.
- d) To operate without purpose of pecuniary gain to any of its members and any surplus of the Association shall be used solely for the purpose of the Association and the promotion of its objectives.
- e) To provide quality training and preparation for competition for youth volleyball players.
- f) To promote lifelong physical activity.

Article 3. PROFITS

The Association is to operate without purpose of gain or profit to its Members, and any profits or accretions to the Association should be used in promoting its purposes. This provision is unalterable.

Article 4. DISSOLUTION

Upon dissolution of the Association, the assets which remain after the payment of all charges and expenses which are properly incurred in winding up, shall be assigned and distributed to such organizations as may be involved in the game of volleyball, or to such charitable organization or organizations as may be determined by the members of the Association at the time of dissolution. Any assets that are a result of Gaming within the Province of British Columbia shall be returned to the Minister of Finance of the Province of British Columbia. This provision is unalterable.

1.2 Bylaws

ARTICLE 1: AFFILIATIONS

The Club shall be a Member of Volleyball BC and shall be subject to the published Bylaws, Rules & Regulations in declining order of authority of the following governing organizations:

1. Volleyball Canada
2. Volleyball BC

ARTICLE 2: INTERPRETATIONS

1) In these Bylaws, unless the context otherwise requires:

- i) "Club" shall mean Apex Volleyball Club.
- ii) "Executives" shall mean the Executive Team of the Apex Volleyball Club (ie. President and Vice President).
- iii) "Active Member" shall mean an athlete, parent/guardian of an athlete, Club coach, or Club Administrator, which becomes and remains an Active Member in good standing in accordance with these Bylaws. An Active member shall have the right to vote as set out in these Bylaws;
- iv) "Registered Player" shall mean a person whose application for registration with the Club has been validated by the Registrar for the current playing season;
- v) "Board" shall mean the Board of Directors of the Club;
- vi) "Special Resolution" shall mean a resolution passed in a General Meeting or Annual General Meeting by a majority of not less than 75% of the votes cast as allowed under these Bylaws;
- vii) "Ordinary Resolution" shall mean a resolution passed in a general meeting or Annual General Meeting by a simple majority of the votes cast as allowed under these Bylaws.

- 2) Words importing the singular include the plural and vice versa, and words importing a male person include a female person, a corporation, and any other organization or Club, whether incorporated or unincorporated, as the context may require.

ARTICLE 3: MEMBERSHIP

- 1) Membership is open to:
 - any player who is 18 or older
 - one parent for each player who is under 18
 - anyone who registers with the club as a coach
- 2) An individual becomes a member of the Club upon acceptance to one of our club teams.
 - Individuals will be required to complete a Membership Application form to complete their membership to the Club
- 3) Every member must uphold the Constitution and comply with these Bylaws.
- 4) Membership can be revoked if:
 - They fail to follow reasonable code of conduct (VBC and Apex code)
 - They resign from the Club
 - Club fees are not paid by the end of season or May 31
- 5) Club Season Fees
The annual Membership fees shall be set by the Board of Directors, Board of Executives and the teams' Head Coach and/or teams' named administrator and ratified by the Membership at a General Meeting of the Club.
- 6) Membership Term
All terms and conditions adhere to the below unless otherwise stated in this document:
 - a) Participant Membership will chronologically commence either on the night of the Apex Club wide registration night or on January 1st of the playing season unless otherwise stated in this document
 - b) Participant Membership will end September 30th of the year that the Member becomes an Active Member of the Club
 - c) Memberships associated to a title within the club will commence annually from September to September
- 7) Rights of Active Members
Active Members shall be accorded the following rights:
 - a) Will receive notice of all General Meetings (via the Apex Website)
 - b) If requested, a copy of financial statement for the current year and existing policies can be provided
 - c) Are able to request an estimated cost of team fees for the upcoming season
 - d) Can participate in the vote for the Board of Directors
 - e) Can vote on changes to the Constitutions and Bylaws
 - f) Must approve policies regarding payments to coaches and directors

- g) Those registered on coaching staff will be reimbursed for expenses reasonably incurred in carrying out their duties if approved by treasurer or majority of directors (coaching education, registration, etc.)

8) Early Signing Date

The Club will not enable Volleyball BC's 'Early Signing Date' regulation, as outlined in Volleyball BC's Club Handbook nor will any athlete be offered Membership through the 'Early Signing Date', unless due to extenuating situations. All extenuating situations must be formally submitted by the Head Coach and approved by the Technical Director, President and Vice-President.

9) Coaching Certification and Fee Structure

All registered Head Coaches for the Club must be in the process of obtaining or hold the minimally required certification level for the age group they are coaching for the present season, as stated by Volleyball BC.

Fee Structure:

- All required fees, in accordance to Volleyball BC's mandatory coaching certification program, for the select age of coaching will be fully reimbursed by the club to the designated/signed coach
- All non-required educational endeavours working towards coaching certifications shall be brought to the attention of the Executive Team for further discussion of reimbursement

10) Coaching Selection and Dismissal

- a) Coaches are selected by the Board of Directors, and the Boys' and Girls' Coordinators, and Technical Director.
- b) A letter of intent will be required prior to beginning of season and a history of their coaching experience which will be reviewed by the Board of Directors, Technical Directors and Executive Team
- c) Coaches will be dismissed if they are unable to adhere to the Coaches Code of Conduct of VBC as well as the Code of Conduct of Apex Volleyball Club

11) Coaching Honorariums and Allowances

- a) Upon successfully completing their duties as Members of this Club, including collection of all outstanding fees for their team, the Head Coach of each Club Team will be given a predetermined set Honorarium (established prior to tryouts) at the conclusion of the Club season.
- b) Upon successfully completing their duties as Members of this Club, including collection of all outstanding fees for their team, the Assistant Coach(es) of each Club Team will be given a predetermined set Honorarium (established prior to tryouts) at the conclusion of the Club season
- c) All Coaches (Head Coach and Assistant Coaches) will have the opportunity to order Apex Gear through the designated vendor of that year, up to a predetermined value per coach at the beginning of the season.

12) Discipline of a Member

- d) A Member may be fined, placed on probation or performance bond, censured, suspended or expelled from Membership for cause after lodgement of a formal complaint that is substantiated at a hearing held in accordance with the Clubs published rules and Volleyball BC's regulations.
- e) The Board of Directors may, with cause, immediately suspend a Member prior to a hearing for extraordinary circumstances.
- f) A Member that is suspended loses all rights of Membership until the suspension has been completed.

13) Termination of Membership

Membership in the Club shall be deemed to have been terminated:

- a) If the Member submits a signed letter of withdrawal to the Executive Team
- b) If the Member is expelled by the Club
- c) At the end of the playing season (as defined by the Club - see Article 3.6)

14) Members Not in Good Standing

The Board of Directors may declare a Member to be not in good standing who has failed to pay the current Club Season Fees as outlined by the Directors and the teams' Head Coach and/or teams' named administrator or any other subscription or debt due and owing by the Member to the Club or fails to comply with the requirements of these Bylaws. As long as the debt remains unpaid and/or non-compliance remains, the Member is not in good standing and loses all rights of membership.

ARTICLE 4: DIRECTORS OF APEX VOLLEYBALL CLUB (BC REGISTRIES SOCIETY)

Any Director of Apex Volleyball Club - according to the BC Registries Society, will receive no compensation for their efforts within the Club. Directors of Apex Volleyball Club are able to hold multiple portfolios within the club in addition to their Director role. Directors, however, cannot also be a Board of Director member.

ARTICLE 4: BOARD OF DIRECTORS (BOD)

1) Term

- a) A BOD will hold a 1 year term from September to September of the current playing season
- b) The BOD can be re-elected or resign at the end of their term
 - i) A BOD may resign with a signed letter to the remaining Board of Directors during their current term with a two week notice.

2) BOD Vacancy

- a) A BOD has the right to resign their position by submitting a signed letter of resignation with two weeks notice to the Board of Directors .
- b) A vacancy on the Board of Directors, caused by the removal, resignation, incapacity or death, shall be filled by a majority vote of the Board of Directors. The successor Director shall hold their incumbent's position for the remainder of the term being filled or until the next AGM, whichever comes first.

- 3) Election of the Board of Directors
 - a) The Board of Directors positions will be filled by a vote of members at a general meeting. BOD can fill a vacancy with a vote of their own (only holding of office until next AGM)
 - b) No more than 49% of people of the Board of Directors can be coaching during their term
 - c) BOD must be a member of Apex (See Article 3.2)
 - d) Nominations for positions on the Board of Directors may be made by any Member of the Club at the Annual General Meeting.
 - e) Nominations and elections for open positions shall be held in the order of the positions listed in the Bylaws.
 - f) Election shall be by secret ballot, but in the event only one candidate is nominated, no vote is required and the nominated candidate shall be declared elected by acclamation.
 - g) All BOD shall be elected by a majority vote in the following order with the total of the board having an odd number of directors:
 - Chair
 - Board Members

- 4) Annual Schedule of Meetings
 - a) Board of Directors will meet in the fall for pre-season planning
 - b) Board of Directors will be in attendance at the Coaches Meeting in the fall
 - c) Board of Directors will be in attendance at the AGM (prior 30 day notice) after teams' season is complete

- 5) The Club shall be governed by a Board of Directors which shall consist of a minimum of three members with a result of an odd number of directors:
 - a) These individuals shall hold the positions of:
 - i) Chair
 - ii) Board Member
 - b) A BOD may hold more than one portfolio with a maximum of two portfolios within the Club.
 - c) A BOD shall be nineteen (19) years of age or older and shall not be an undischarged bankrupt.

- 6) A paid employee of the Club or any of its subordinate bodies may not hold a position on the Board of Directors of said Club; this includes Members who are on the Executive Team or titled with Technical Director.

- 6) Removal of BOD
 - a) A BOD can be removed by unanimous vote from the other Board of Directors.
 - b) No Member of the Board of Directors shall be removed for arbitrary reasons but may be removed if:
 - i) the BOD is unable to perform the duties expected of the position due to, but not limited to, any of the following reasons:
 - a) if she/he becomes incapable of performing the business of the Club

- b) if she/he is absent from two (2) or more meetings of the Board without satisfactory reason
 - c) if she/he is no longer domiciled in British Columbia
 - d) if she/he becomes, or is discovered to be, an undischarged bankrupt; or
- ii) the BOD has compromised the integrity of the Club due to, but not limited to, any of the following reasons:
 - a) if she/he has been found guilty of an offence under the Harassment Policy of VBC
 - b) if she/he has been found guilty of an offence involving violence under the Discipline Policy of VBC
 - c) if she/he has failed to properly account for monies or other property belonging to the Club
 - d) if she/he has been found guilty of a criminal offence regardless of whether or not the offence directly affected the Club
 - e) if she/he has been found guilty of failing to act in accordance with the Conflict of Interest Policy of VBC
 - iii) A Member of the Board of Directors may be suspended for good and sufficient cause provided:
 - a) The Director is given the opportunity to present evidence in their defense at a hearing of the Board;
 - b) All Directors including the Director under review are given a minimum of fourteen (14) days' notice of the hearing;
 - c) The decision must be a two-thirds (2/3's) majority vote of the Board of Directors present at the hearing.

7) Conflict of Interest and Standards of Conduct

The BOD shall adhere to the VBC Conflict of Interest Policy.

8) Duties of Board of Directors

- a) The Board of Directors shall conduct the business of the Club during the periods between General Meetings of the Club and in accordance with the authority granted to it in the Bylaws of the Club.
- b) The Board of Directors, in partnership with the Executive Team, will be responsible for the appointment and removal of appointments of all positions within the Club except for those positions elected by the Membership of the Club. This shall include the appointment of volunteer and paid positions within the Club's operations (ie. Coaching staff).
- c) The Board of Directors may also revoke, for good and sufficient cause, any volunteer appointment providing that it has provided that volunteer the opportunity to give cause why such revocation should not take place.

9) Duties of BOD Members

- a) *Board Chair*

The Chair shall preside at all General Meetings of the Club and of the Board of Directors. The Chair shall be ex officio a member of all committees, except any nominations committee; shall appoint all chairs of standing and special committees subject to ratification by the Board; coordinate all duties of the Board, committees, staff; and shall be the spokesperson for the Club.

b) *Board Members*

Oversee the activities of the Club and in partnership with the Board Chair and Executive Team, make decisions that are in the best interest of the Club and it's Members

11) Authority of President or Chair

- a) The President of the Club or Chair of the Board of Directors shall speak on behalf of the Club based on the Board of Directors' decisions.

12) Only 1 Member from each Team may hold a position on the Board of Directors of the Club.

ARTICLE 5: EXECUTIVE TEAM

1) Appointment

- a) Board of Directors are able to appoint one to a specific role within the Executive team with a majority vote of a minimum of 75%
- b) Any non-director Member of the Club can be appointed to an Executive Team position
- c) Any approval of honorarium to the Executive Team must be approved by the Members of the Club

2) Roles

- a) President
- b) Vice-President
- c) Treasurer

ARTICLE 6: MEETINGS

2) Annual General Meetings

- a) An official notice of each meeting shall be given to all Members *at least* 14 days before the meeting is to be held, at such place, and at such date as the Board of Directors may determine. Such notification shall be made by website notice. The agenda of the Annual General meeting shall include:
 1. Roll Call
 2. Minutes of Previous Annual General Meeting
 3. President's (Chair's) Address
 4. Treasurer's Report
 5. New and revised VBC rules and regulations
 6. Other Reports + Unfinished Business
 7. Amendments to the By-Laws
 8. Election of Officers and Directors + Any other Business
 9. Adjournment

- b) The Annual General Meeting will be held after all teams complete their competitive season.
 - b) A quorum shall be those present at a duly constituted general meeting of the Club or a minimum of fifteen (15) voting Members, whichever is the greater. Any question shall be decided by a majority of the votes unless otherwise required by these Bylaws.
 - c) In the event a quorum is not achieved at the General Meeting, the meeting will be adjourned for seventy-two (72) hours at which time it will be reconvened with those Members are present.
 - d) The accidental omission of notice does not invalidate the proceedings of that meeting.
- 3) Special General Meeting
- a) A Special General Meeting of the Club:
 - i) may be called by the Board by its own motion, or
 - ii) shall be called by the Board upon receipt of a written request submitted to the Club by registered mail, hand delivery, fax or e-mail, signed by Members representing not less than ten percent (10%) of the voting membership, setting out the items of business to be conducted at the Special General Meeting
 - b) The Special General Meeting shall be held within twenty-one (21) days of receipt of the written request from the Members.
 - c) Only the business set out in the notice to the Special General Meeting shall be considered.
- 4) Voting at Annual General Meeting:
- a) Each Member of the club in attendance at the meeting shall hold one (1) vote
 - b) No Member shall have more than one (1) vote
- 6) Board of Directors Meeting
- a) The Board of Directors shall meet *at least* one (1) time per year, upon fourteen (14) days notice given by the President (Chair) at such place and time as the Board of Directors may determine.
 - b) A majority of the members of the Board of Directors shall form a quorum at all meetings of the Board. Questions arising at any meeting shall be decided by a majority of votes where each director is entitled to cast one vote.

ARTICLE 6: COMMITTEES

The Membership at any General Meeting, or the Board of Directors at any meeting of the Board, may establish a standing committee or special committee to carry out specific business or programs of the Club. Current Club Committees include:

- i) Special Events Committee
- ii) Bursary Committee
- iii) Equipment Committee
- iv) Clothing Committee
- v) Rental Committee

ARTICLE 7: PROCEDURES GOVERNING MEETINGS

All meetings of the Club shall be conducted in person with any necessary handouts and documents provided in hard copy for each attending member,

ARTICLE 8: BY-LAWS AND AMENDMENTS

- 1) Bylaw amendments may be proposed by the Board of Directors, or submitted by a Member to the Club in writing at least twenty-one (21) days prior to a General Meeting of the Club; and approved by a seventy-five percent (75%) vote of the Membership voting in person at a meeting of the Club duly called for that purpose.
- 2) All Members entitled to vote shall be notified of the proposed Bylaw amendments referred to in subparagraph (1). Such notification shall be made a minimum of fourteen (14) days prior to the meeting called for that purpose.

ARTICLE 9: RULES AND REGULATIONS

- 1) The Club shall have Rules and Regulations for the operation and administration of the sport of volleyball within the Club.
- 2) Amendments to the Rules and Regulations may be made by a majority vote of the Board of Directors or the Members at a General Meeting. If the Rules and Regulations are amended by the Board of Directors, the amendment shall be presented for ratification at the next Annual General Meeting or a Special General Meeting called for that purpose. If the amendment is not ratified, it is of no effect and the previous Rules and Regulations are then in effect.

ARTICLE 10: INDEMNITY

Members of the Board of Directors or other servants to the Club, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless at all times by the Club against all costs, losses and expenses incurred by them respectively in or about the discharge of their respective duties, except such as happens from their own respective wilful neglect or default.

ARTICLE 11: FINANCE

- 1) The accounts of the Club shall:
 - a) be reviewed at a minimum of every two years by an independent review committee consisting of not less than 3 persons.
- 2) The audit or the Financial Review shall be presented to the Annual General Meeting for adoption.
- 3) The Board of Directors, in conducting the business of the Club, may not borrow upon the credit of the Club without seeking the prior approval of its members.
- 4) The signing of icers shall be a minimum of two (2) Directors of the Apex Society.
- 5) The iscal year of the Club shall end on September 30.

ARTICLE 12: DISPUTE RESOLUTION

- 1) The Club shall adhere to the Dispute Resolution process as published and approved by VBC from time to time.
- 2) Any member of the Club may initiate the Dispute Resolution process by communicating in writing to VBC, with a copy to the Club, the nature and facts of the dispute. VBC, at its discretion, may proceed with the Dispute Resolution process by assigning one or more neutral persons to the dispute.
- 3) The Dispute Resolution process shall not to be used for game discipline, which follows the normal discipline and appeals process.
- 4) The Club shall make available to any member a copy of the Dispute Resolution process when requested.
- 5) The Member shall utilize all appeal and dispute resolution mechanism prior to civil litigation

ARTICLE 13: HARASSMENT AND PRIVACY POLICIES

- 1) The Club shall maintain Harassment and Privacy Policies that are consistent with the published and approved policies of VBC.
- 2) The Harassment and Privacy Policies shall apply to all employees, directors, officers, volunteers, team officials, game officials, administrators, players, members and registrants of the Club.
- 3) Harassment is defined as any comment, conduct, or gesture directed toward an individual or group of individuals which is insulting, intimidating, humiliating, malicious, degrading or offensive. It includes, but is not limited to, sexual harassment.
- 4) The Club shall make available to any member a copy of the Harassment and Privacy Policy when requested.

ARTICLE 14: APPEALS

- 1) Any registrant or registered organization directly affected by a decision of the Club may appeal such decision.
- 2) The denial or termination of membership in the Club may be appealed by a non-registered individual or organization.
- 3) A decision of the Club may be appealed to VBC. The appeal shall be conducted in accordance with VBC's published rules.
- 4) An individual shall not appeal a decision made by the Board of Directors regarding the appointment, non-appointment, re-appointment or revocation of an appointment of an individual to any coach or administrator position within the Club's operations, except where the selection, appointment and revocation process outlined in the Rules & Regulations has not been followed.
- 5) An individual shall not appeal a decision made by the Club regarding a player's team assignment on any Club team.

ARTICLE 15: DEFINITIONS/TERMINOLOGY

Terminology used in this Bylaw shall have the same meaning as used by VBC in its letters patent, Bylaws and published rules.