

British Columbia Play Therapy Association

Special Resolution¹ to approve New Bylaws

Current to: March 29, 2017

WHEREAS:

- A. The British Columbia Play Therapy Association (BCPTA) will transition to the new *Societies Act* (the New Act) on a date the Board will later determine (the “transition date”);
- B. The BCPTA membership wants to approve a set of New Bylaws that would be compliant with the New Act, and would fit or work within the New Act;

THEREFORE, BE IT RESOLVED THAT

- 1) The current Bylaws of the British Columbia Play Therapy Association be repealed, and replaced with the attached New Bylaws (see pages following);***
- 2) The BCPTA’s solicitor be directed to file these New Bylaws on the date when the Association undertakes its transition to the new Societies Act.***

NOTES: Any *NOTES* or references to *SOURCES* in the attached proposed New Bylaws will be removed in the final, approved version of the New Bylaws to be filed on the transition date.

Once approved, these New Bylaws will come into force and be effective on the date they are filed (the transition date). Until that time, the current Bylaws will continue to apply.

¹ ***NOTE:*** Under the new *Societies Act*, the BCPTA may amend its Bylaws by passing a resolution at a general meeting by a majority of not less than 2/3 of the votes of those members of the Society who, being entitled to do so, vote in person. At least 14 days advanced notice must be given to the membership of these proposed changes.

British Columbia Play Therapy Association

Proposed NEW BYLAWS

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Part 1 — Interpretation

Definitions

1(1) In these bylaws, unless the context otherwise requires:

"Act" means the *Societies Act* of British Columbia as amend from time to time;
NEW

"BCPTA" (or "Association") means the society registered under the Act as the British Columbia Play Therapy Association; *NEW*

"Board" means the directors of the BCPTA; *SOURCE: Model Bylaw: 1.1*

"registered address" of a member means the member's mailing or email address as recorded in the register of members.

(2) The definitions in the Act apply to these bylaws. *SOURCE: Current bylaw 1(2) and Model Bylaw 1.2*

Conflict with Act or Regulations

2. If there is a conflict between these Bylaws and the Act or the Regulations under the Act, the Act or the Regulations, as the case may be, prevail. *SOURCE: Model Bylaw: 1.3*

Part 2 — Membership

General

3. The members of the BCPTA are those persons who become members, in accordance with these bylaws and, in either case, have not ceased to be members. *SOURCE: Current bylaw 3*

Classes of membership

4. The following are the classes of membership in the BCPTA:

- (a) general member;
- (b) registered member;
- (c) student member. *SOURCE: Current bylaw 4(1)*

Criteria to become a General Member

5. A person is entitled to be registered by the Board as a general member if that person meets each of the following criteria:

- (a) completes an on-line application for general membership;
- (b) pays the general membership fee as set by the Board;
- (c) works with children, youth and families as a clinical counsellor, school counsellor, psychologist, teacher, social worker, family support worker, youth worker, psychiatrist, childcare worker, early childhood educator, physician, nurse or infant development specialist;
- (d) employs play therapy or is interested in the application of play therapy as a clinical modality. *SOURCE: Current bylaw 4(2)*

Criteria to become a Registered Member

6. A person is entitled to be registered by the Board as a registered member if that person meets each of the following criteria:

- (a) completes an on-line application for registered membership;
- (b) pays the registered membership fee as set by the Board;
- (c) holds a master's degree (or higher) in a field of counselling or mental health or a medical degree;
- (d) has completed the educational requirements, supervised clinical experience, play therapy training, as specified in the *BCRPT and BCRPT-S Credentialing Guide*, approved by the Board;
- (e) submits a short essay on a topic identified in the on-line application form;
- (f) provides letters of reference as specified in the *BCRPT and BCRPT-S Credentialing Guide*, approved by the Board;
- (g) is and remains a member in good standing of a regulatory body approved by the Board. *SOURCE: Current bylaw 4(3)*

Criteria to become a Student Member

7. A person is entitled to be registered by the Board as a student member if that person meets each of the following criteria:

- (a) completes an on-line application for student membership;
- (b) pays the student membership fee as set by the Board;
- (c) is enrolled at an accredited college or university in Canada or the United States as a full-time or part-time student leading to a degree in a program of study that is approved the Board;
- (d) is interested in the application of play therapy as a clinical modality. *SOURCE: Current bylaw 4(4)*

General rights of Membership

8(1) On being admitted as a member in one of the classes of membership listed in bylaw 4, a member holds the following rights of membership:

- (a) the right to participate in the affairs of the BCPTA;
- (b) the right to nominate someone to be or to be nominated as a director;
- (c) the right to vote in an election for directors;
- (d) the right to propose a resolution to the membership;
- (e) the right to vote on any resolution proposed to the membership. *NEW*

(2) In addition to the rights set out in subsection (1), a member may enjoy any other rights or membership benefit that the Act or the Board may grant to members. *NEW*

(3) For clarity, a person who

- (a) is registered in one of the classes of membership listed in bylaw 4, and
- (b) is in good standing within that class of membership,

is deemed to be a voting member of the Association for purposes of section 68 of the Act. *NEW*

Additional rights of a Registered Member

9(1) Only a registered member is entitled to

- (a) represent herself or himself as a registered member,

- (b) display a certificate of registration as a registered member, and
 - (c) use the designation British Columbia Registered Play Therapist or its abbreviation “BCRPT”.
- (2) Notwithstanding clause 1(c), if a registered member has been certified as a Supervisor pursuant to the *BCRPT and BCRPT-S Credentialing Guide* as approved by the Board, that member may then use the designation British Columbia Registered Play Therapist-Supervisor or its abbreviation “BCRPT-S” instead of the designation and abbreviation so noted. *SOURCE: Current bylaw 4.1*

Duties of every member

10. Every member must uphold the constitution and comply with these bylaws.
SOURCE: Current bylaw 5

Continuing educational requirements

11. To maintain membership, a registered member must meet the requirements of the continuing education program approved by the Board pursuant to bylaw 12(e).
SOURCE: Current bylaw 6.1

Board authorities re: fees, etc.

12. The Board may by general resolution
- (a) set the annual membership fees for the classes of membership listed in bylaw 4 and – once so set – the list of membership fees must be posted at the BCPTA’s website;
 - (b) approve the regulatory body that a person applying to become a registered member must be a member of pursuant to bylaw 5, and – once so approved – the list of approved regulatory bodies must be posted at the BCPTA’s website;
 - (c) approve the programs of study that a person applying to become a student member must be enrolled in pursuant to bylaw 6, and – once so approved – the list of approved educational programs must be posted at the BCPTA’s website;
 - (d) approve the *BCRPT and BCRPT-S Credentialing Guide* referred to in bylaw 6 and 8, and – once so approved – the Guide must be posted at the BCPTA’s website;
 - (e) approve the continuing educational program for registered members required pursuant to 11, and – once so approved – the details of the approved continuing educational program must be posted at the BCPTA’s website.

Term of membership

13. The annual term of membership for each class of membership listed in bylaw 4 starts on June 1st and ends on May 31st of the following year. *SOURCE: Current bylaw 6*

Member not in good standing

14. A member is not in good standing if the member fails to pay the member’s annual membership fee as set by the Board under bylaw 12(a) by June 1st, and – subject to bylaw 16(1)(e) – the member remains in good standing for so long as that fee remains unpaid. *SOURCE: Current bylaw 9 and Model bylaw 2.4, modified*

Member not in good standing may not vote

15. Notwithstanding bylaw 8, a member who is not in good standing

- (a) may not vote at a general meeting,
- (b) may not sit as a director, and
- (c) is deemed not to be a voting member for the purposes of consenting to a resolution of the members. *SOURCE: Model bylaw 2.5, modified*

Ceasing to be a member

16(1) A person ceases to be a member of the BCPTA

- (a) by delivering his or her resignation in writing to the secretary of the Association or by mailing or delivering it to the address of the Association,
- (b) on his or her death or, in the case of a corporation, on dissolution,
- (c) on failing to meet the requirements of the continuing education program prescribed in bylaw 11,
- (d) on being expelled pursuant to bylaw 17, or
- (e) on having failed to pay the annual membership fee and renew membership by July 1st. *SOURCE: Current bylaw 7*

(2) For clarity, if a person whose membership in the Association was terminated under clause (1)(e) wishes to return to the Association must apply for membership as if they had never been a member previously. *NEW*

(3) The secretary of the Association shall notify a member who ceases to be a member pursuant to clause (1)(c), (d) or (e) of their loss of membership. *NEW*

Expulsion of a member

17(1) Pursuant to section 70 of the Act, a member may be expelled by a special resolution of the members passed at a general meeting.

(2) The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion of the member.

(3) The member 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. *SOURCE: Current bylaw 8*

Part 3 — Proceedings at General Meetings

Time and place of general meeting

18. A general meeting of the membership must be held at the time and place the Board determines. *SOURCE: Current bylaw 10 and Model bylaw 3.1*

Timing of annual general meetings

19. Pursuant to section 71 of the Act, an annual general meeting must be held at least once in every calendar year and not more than 15 months after the holding of the last preceding annual general meeting. *SOURCE: Current bylaw 14, modified*

Notice of a general meeting

20(1) Pursuant to section 71 [annual general meetings], section 74 [other general meetings], or section 75 [requisition of general meeting] of the Act, the Board must issue

a notice of any membership meeting to every member shown on the register of members on the day the meeting is called. *SOURCE: Current bylaw 60, modified*

(2) The notice must be issued at least 14 days before the date of that meeting, unless the Board directs that a shorter notification period would be acceptable in the circumstances.

NEW

(3) A notice of a general meeting must

- (a) specify the place, day and hour of the meeting,
- (b) state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business, and
- (c) in case of special resolution to be voted on at the meeting, include a copy of the special resolution. *SOURCE: Model bylaw 3, modified*

(4) The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting. *SOURCE: Current bylaw 13(2)*

(5) Bylaws 67 to 69 apply to any notice of a general meeting issued pursuant to subsections (1) to (4).

Ordinary business at general meeting

21. At a general meeting, the following business is ordinary business:

- (a) adoption of rules of order;
- (b) consideration of any financial statements of the BCPTA presented to the meeting;
- (c) consideration of the reports, if any, of the directors;
- (d) election or appointment of directors;
- (e) business arising out of a report of the directors not requiring the passing of a special resolution. *SOURCE: Model bylaw 3.2, modified*

Order of business at general meetings

22. The order of business at a general meeting is as follows:

- (a) elect an individual to chair the meeting, if necessary;
- (b) determine that there is a quorum;
- (c) approve the agenda;
- (d) approve the minutes from the last general meeting;
- (e) deal with unfinished business from the last general meeting;
- (f) deal with new business, including any matters about which notice has been given to the members in the notice of meeting;
- (g) terminate the meeting. *SOURCE: Model bylaw 3.12, modified*

Order of additional items for annual general meetings

23. If the meeting is an annual general meeting, the following items are added to the order of business listed immediately after bylaw 22(e):

- (a) receive the directors' report on the financial statements of the BCPTA for the previous financial year;
- (b) receive any other reports of directors' activities and decisions since the previous annual general meeting;

- (c) election or appointment directors/officers. *SOURCE: Model bylaw 3.12, modified*

Chair of a general meeting

24(1) The following individual is entitled to preside as the chair of a general meeting, in this sequence:

- (a) the president;
- (b) the vice-president, if the president does not attend or is unable to preside as the chair;
- (c) another director appointed by the Board to preside as the chair, if the president or vice-president does not attend or is unable to preside as the chair. *SOURCE: Current bylaw 18 and Model bylaw 3.4, modified*

(2) If there no individual listed in subsection (1) is able to preside as the chair of a general meeting within 15 minutes from the time set for holding the meeting, the voting members who are present at the meeting must elect an individual present at the meeting to preside as the chair. *SOURCE: Current bylaw 19 and Model bylaw 3.5, modified*

Quorum requirements

25. Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at a general meeting unless a quorum of voting members is present. *SOURCE: Current bylaw 16(1) and Model bylaw 3.6*

Quorum for general meetings

26. The quorum for the transaction of business at a general meeting is 3 members or 10% of the voting membership, whichever is greater. *SOURCE: Model bylaw 3.7*

Lack of quorum at commencement of meeting

27(1) If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not present,

- (a) in the case of a meeting convened on the requisition of members, the meeting is terminated, and
- (b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place

(2) If at the continuation of a meeting adjourned under clause (1)(b), a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting. *SOURCE: Current bylaw 17 and Model bylaw 3.8*

If quorum ceases to be present

28. If, at any time during a general meeting, there ceases to be a quorum of voting members present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated. *SOURCE: Current bylaw 16(2) and Model bylaw 3.9*

Adjournments by chair

29. The chair of a general meeting may, or, if so directed by the voting members at the meeting, must, adjourn the meeting from time to time and from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting. *SOURCE: Model bylaw 3.10 and Current bylaw 20(1)*

Notice of an adjourned general meeting

30(1) When a meeting is adjourned for 10 days or more, notice of the adjourned meeting must be given as in the case of the original meeting. *SOURCE: Current bylaw 20(2)*

(2) Except as provided in subsection (1), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned general meeting.

SOURCE: Current bylaw 20(3)

Matters decided at general meeting by ordinary resolution

31(1) A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold than the threshold for an ordinary resolution. *SOURCE: Model bylaw 3.16*

(2) A resolution proposed at a meeting must be seconded, and the chair of a meeting may move or propose a resolution. *SOURCE: Current bylaw 21(1)*

Methods of voting

32(1) At a general meeting, voting must be by a show of hands, an oral vote or another method that adequately discloses the intention of the voting members.

SOURCE: Current bylaw 22(2)

(2) Notwithstanding subsection (1), if before or a vote, 2 or more members request a secret ballot or a secret ballot is directed by the chair of the meeting, voting must be by a secret ballot. *SOURCE: Model bylaw 3.13, modified*

(3) In the case of a tie vote, the chair does not have a casting or second vote in addition to the vote to which he or she may be entitled as a member, and the proposed resolution does not pass. *SOURCE: Current bylaw 21(2)*

Announcement of result

33. The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting. *SOURCE: Model bylaw 3.14*

Participation and voting at general meetings by electronic means

34. For the purposes of section 84 of the Act, the Board may make arrangements to allow members to participate in, attend and vote at a general meeting by electronic means at one or more remote locations, such as by video conferencing, provided that

(a) it is possible to confirm the attendance of members participating by electronic means,

(b) all participating members can hear each other at the same time, and

(c) any vote given by such members can be accurately recorded. *NEW*

Proxy voting

35. Pursuant to section 85 of the Act, voting by proxy is allowed and shall be governed by the proxy policies and procedures to be approved by the Board. *SOURCE: Current bylaw 21(3)*

Part 4 — Directors

Number of directors on the Board

36. There shall be a minimum of 5 and a maximum of 9 directors on the Board, unless otherwise determined at a general meeting. *SOURCE: Current bylaw 25(2)*

Terms of office

37. A director's term of office is 2 years, but a director may stand for re-election. *SOURCE: Current bylaw 26(1)*

Election of directors/officers

38(1) At each annual general meeting, the members entitled to vote for the election of directors must elect the Board and each officer position listed in bylaw 55. *SOURCE: Model bylaw 4.2, modified*

(2) An election of a director or officer may be by acclamation, but the election must otherwise be by secret ballot. *SOURCE: Current bylaw 26(3)*

(3) If a successor is not elected, the person previously elected or appointed continues to hold office. *SOURCE: Current bylaw 26(4)*

(4) The Board may approve policies and procedures to govern the conduct of the nomination and election processes in relation to matters that not covered under these Bylaws. *NEW*

Directors may fill vacancy on the Board

39(1) The directors may at any time appoint a member as a director to fill a vacancy on the Board, as a result of the resignation, death or incapacity of a director during the director's term of office. *SOURCE: Current bylaw 27(1) and 28(1), and Model bylaw 4.3*

(2) A director appointed by the Board to fill a vacancy ceases to be a director at the end of the unexpired portion of the term of office of the individual whose departure from the Board created the vacancy. *SOURCE: Model bylaw 4.4*

Removal of a director

40(1) The membership may remove a director from the Board in accordance with section 50 [*removal of directors*] of the Act.

(2) The notice of special resolution to remove a director must be accompanied by a brief statement of the reasons for the proposed removal of that director.

(3) The director who is the subject of the proposed resolution for removal must be given an opportunity to be heard at the general meeting before the special resolution is put to a vote. *NEW*

Remuneration of directors

41. While section 46(1) of the Act does not permit a director to be remunerated for being a director, the Board may nonetheless approve paying remuneration to a director for services provided by that director to the BCPTA in another capacity. *SOURCE: Model bylaw 7.1*

Reimbursement of workshop fees

42. Pursuant to section 46(2) of the Act, if a director or committee member attends a workshop as working participants with a defined task at the workshop, the Board may reimburse all or part their workshop fees to an amount as set by the Board. *SOURCE: Current bylaw 30(2)*

Part 5 — Proceedings of Directors

Meetings of the Board

43(1) Pursuant to section 54 of the Act, the directors may meet at the places they think fit to conduct business, adjourn and otherwise regulate their meetings and proceedings, as they see fit. *SOURCE: Current bylaw 31(1)*

(2) A directors' meeting may be called by the president or by any 2 other directors. *SOURCE: Model bylaw 5.1*

Notice of directors' meeting

44. At least 2 days' notice of a directors' meeting must be given, unless all the directors agree to a shorter notice period. *SOURCE: Model bylaw 5.2*

Notice of first meeting

45. For a first meeting of directors held immediately following the appointment or election of a director or directors at an annual or other general meeting of members, or for a meeting of the directors at which a director is appointed to fill a vacancy in the directors, it is not necessary to give notice of the meeting to the newly elected or appointed director or directors for the meeting to be constituted, if a quorum of the directors is present. *SOURCE: Current bylaw 35*

Proceedings valid despite lack of notice

46. The accidental omission to give notice of a directors' meeting to a director, or the non-receipt of a notice by a director, does not invalidate proceedings at the meeting. *SOURCE: Model bylaw 5.3*

Temporary absence from BC

47(1) A director who may be absent temporarily from British Columbia may send or deliver to the address of the BCPTA a waiver of notice, which may be by letter, fax or email, of any meeting of the directors and may at any time withdraw the waiver.

(2) Until a director's waiver is withdrawn,

(a) a notice of meeting of directors is not required to be sent to that director, and

b) any and all meetings of the directors of the Association, notice of which has not been given to that director, if a quorum of the directors is present, are valid and effective. *SOURCE: Current bylaw 36*

Conduct of directors' meeting

48(1) The directors may regulate their meetings and proceedings as they think fit.

SOURCE: Model bylaw 5.4

(2) Meetings of directors or committees may be face-to-face or conducted by electronic means so long as:

- (a) it is possible to confirm the attendance of those participating by electronic means,
- (b) all participants can hear each other at the same time, and
- (c) any vote given by such participants can be accurately recorded. *NEW*

Chairing Board meetings

49. The president is the chair of all meetings of the directors, but if at a meeting the president is not present within 30 minutes after the time appointed for holding the meeting, the vice president must act as chair, but if neither is present the directors present may choose one of their number to be the chair at that meeting.

Quorum

50. The quorum for the transaction of business at a directors' meeting is a majority of the directors then in office. *SOURCE: Model bylaw 5.5*

Resolutions

51. A resolution proposed at a meeting of directors or committee of directors must be seconded, and the chair of a meeting may move or propose a resolution. *SOURCE: Current bylaw 38*

Voting on resolutions

52(1) Questions arising at a meeting of the directors and committee of directors must be decided by a majority of votes. *SOURCE: Current bylaw 37(1)*

(2) In the case of a tie vote, the chair does not have a second or casting vote. *SOURCE: Current bylaw 37(2)*

Written resolutions

53(1) A resolution in writing, signed by a majority of the directors and placed with the minutes of the directors, is as valid and effective as if regularly passed at a meeting of directors. *SOURCE: Current bylaw 39(1)*

(2) Resolutions may be signed in counterpart and the signed resolution may be delivered to the board by mail, fax or email. *SOURCE: Current bylaw 39(2)*

Signing authority

54. A contract or other record to be signed by the BCPTA must be signed on behalf of the Association

- (a) by the president, together with one other director,

- (b) if the president is unable to provide a signature, by the vice-president together with one other director,
- (c) if the president and vice-president are both unable to provide signatures, by any 2 other directors, or
- (d) in any case, by one or more individuals authorized by the Board to sign the record on behalf of the Society. *SOURCE: Model Bylaw: 7.2*

Part 6 — Officers and Their Roles

Officer positions

55(1) The following are the officer positions on the Board:

- (a) president;
- (b) vice-president;
- (c) secretary;
- (d) treasurer.

(2) A director, other than the president, may hold more than one officer position listed in sub-bylaw (1). *SOURCE: Current bylaw 25(2)*

Directors at large

56. Any director who is not elected or appointed to an officer positions in accordance with bylaw 37 is deemed to be a director at large. *SOURCE: Model bylaw 6.2, modified*

Term of office for the president

57. The president may only sit for 2 consecutive terms, unless there is no other candidate for the office of president, in which case the president must remain in that position until a successor has been found. *SOURCE: Current bylaw 26(1)*

Role of the president

58(1) The president presides at all meetings of the BCPTA and of the directors.

(2) The president is the chief executive officer of the BCPTA and must supervise the other officers in the execution of their duties. *SOURCE: Current bylaw 40*

Role of the vice-president

59. The vice-president must carry out the duties of the president during the president's absence or if the president is unable to act. *SOURCE: Current bylaw 41*

Role of the secretary

60(1) The secretary is responsible for doing, or making the necessary arrangements for, the following:

- (a) conducting the correspondence of the Board and the BCPTA;
- (b) issue notices of general meetings and director meetings;
- (c) taking and keeping minutes of all meetings of the Association and directors;
- (d) have custody of all records and documents of the Association in accordance with the Act, except those required to be kept by the treasurer;
- (e) ensuring the filing of the Association's annual report each year;

- (f) have custody of the common seal of the Association, if applicable;
 - (g) maintain the register of members. *SOURCE: Current bylaw 42, modified by applying Model bylaw 6.5*
- (2) In the absence of the secretary from a meeting, the Board must appoint another individual to act as secretary for that meeting. *SOURCE: Current bylaw 45*

Role of the treasurer

61. The treasurer is responsible for doing, or making the necessary arrangements for, the following:

- (a) receiving and banking monies collected from the members or other sources;
- (b) keep the financial records of the BCPTA, including books of account, necessary to comply with the Act;
- (c) preparing the Association's financial statements, and presenting same to the directors, members and others when required;
- (h) making the Association's filings respecting taxes. *SOURCE: Current bylaw 43, modified by applying Model bylaw 6.7*

Part 7 — Committees

Appointment of committees and chairs

62(1) The Board may

- (a) appoint a committee consisting of members,
- (b) designate a voting member to be the chair of that committee, and
- (c) delegate its powers, assign tasks or set the mandate for that committee. *NEW*

(2) In acting under subsection (1), the Board may delegate only those of its powers to a committee that are not otherwise to be exercised only by the Board pursuant to the Act or these Bylaws.

(3) A committee must

- (a) conform to any rules imposed on it by the directors, and
- (b) report every act or thing done in exercise of those powers to the earliest meeting of the directors held after the act or thing has been done. *SOURCE: Current bylaw 32*

Chair of a committee

63(1) A committee must elect a chair of its meetings.

(2) If no chair is elected, or if at a meeting the chair is not present within 30 minutes after the time appointed for holding the meeting, the directors present who are members of the committee must choose one of their number to be the chair of the meeting. *SOURCE: Current bylaw 33*

Committee meetings

64(1) The members of a committee may meet and adjourn as they think proper, and for these purposes bylaws 48 to 53 also apply to committee meetings. *SOURCE: Current bylaw 34, modified*

(2) If at a meeting of a committee the chair is not present within 10 minutes after the time appointed for holding the meeting, the committee members present may choose one of their numbers to be the chair of the meeting. *NEW*

Part 8 — Administration

Common seal

65(1) The directors may provide a common seal for the BCPTA and may destroy a seal and substitute a new seal in its place. *SOURCE: Current bylaw 46*

(2) The common seal must be affixed only when authorized by a resolution of the directors and then only in the presence of the persons specified in the resolution, or if no persons are specified, in the presence of the president and secretary or president and secretary treasurer. *SOURCE: Current bylaw 47*

Borrowing and debentures

66(1) In order to carry out the purposes of the BCPTA the directors may, on behalf of and in the name of the Association, raise or secure the payment or repayment of money in the manner they decide, and, in particular but without limiting that power, by the issue of debentures. *SOURCE: Current bylaw 48*

(2) A debenture must not be issued without the authorization of a special resolution approved by the membership. *SOURCE: Current bylaw 49*

(3) The members may, by special resolution, restrict the borrowing powers of the directors, but any such restriction so imposed expires at the next annual general meeting. *SOURCE: Current bylaw 50*

Methods of notifying Members

67. A notice required under the Act or these Bylaws may be given to members, either personally or sent by mail or by email at the member's registered address or email address, and all notices previously sent by email are valid. *SOURCE: Current bylaw 58(1)*

Deemed giving of notice sent by mail

68. A notice sent by mail is deemed to have been given on the second day following the day on which the notice is posted, and in proving that notice has been given, it is sufficient to prove the notice was properly addressed and put in a Canadian post office receptacle. *SOURCE: Current bylaw 59*

Posting of notices as an alternative method

69. If a notice to the membership is posted at the BCPTA website, that method of notifying the membership and the notice itself is deemed to have been properly issued and need not be given personally or sent by mail or email as per bylaw 67. *NEW*

Copy of constitution and bylaws

70. On being admitted to membership, each member is entitled to, and the BCPTA must give the member without charge, a copy of the constitution and bylaws of the Association. *SOURCE: Current bylaw 61*

Amending the constitution and bylaws

71. Pursuant to sections 15 to 17 of the Act, the constitution and the bylaws of the Association may be amended by special resolution. *SOURCE: Current bylaw 62, modified*

