

# **VANCOUVER AREA RACING COUNCIL (VARC)**

## **BYLAWS**

### **GENERAL**

#### **Membership**

1. The Vancouver Area Racing Council (the Council) shall consist of representatives from member yacht clubs, racings divisions, and the executive as defined in the constitution.

#### **Fiscal year**

2. The fiscal year for the Council will be from January 1 to December 31.

### **MEETINGS**

#### **Annual General Meeting**

3.
  - a) Each annual general meeting will be held in the greater Vancouver area during November on a day and time to be chosen by the council.
  - b) Notice of such meeting shall be sent to each member in good standing entitled to vote at least twenty-one (21) days previous to the date of the meeting and shall specify the location of the meeting.
  - c) Eight (8) members in good standing entitled to vote shall form a quorum.
  - d) Voting rights can be exercised by proxy if written notice has been provided to the chair at least 1 hour prior to the meeting.
  - e) If required according to Bylaw 3, section (f,) the following items shall only be brought forward for voting at the Annual General Meeting, or at a special general meeting:
    - i) Executive positions.
    - ii) Awards that require a vote.
    - iii) Which events will comprise the VARC Championship Series.
    - iv) Any division specific schedules which do not conform to item (iii).
    - v) Division breaks.
    - vi) Scoring system to be used for the VARC Championship Series.
    - vii) Divisional ratings systems to be used for the following season.

f) Proposals to change to the status quo of any the items listed in Bylaw 3, section (e), including nominations for executive and/or division representative positions, must have been introduced at a previous meeting of the council, by a member in good standing.

g) Items to be presented at the annual general meeting shall include:

- i) Copy of the preliminary annual financial statements
- ii) Proposal for the operating budget for the next fiscal year

h) The agenda of business at Annual General Meetings shall include the following:

- 1. Minutes of the last general meeting
- 2. Matters arising out of the minutes
- 3. Appointment of election scrutineers
- 4. Election of Officers
- 5. Voting for items in Bylaw 3, section (e).
- 6. Presentation of new division representatives
- 7. Reports of Officers
- 8. Reports of committees
- 9. Amendments to bylaws
- 10. Miscellaneous business
- 11. New business

#### Special General Meetings

4. a) The chairman shall call a special general meeting at the direction of the council, or in the event that it is requested, in writing, from at least 8 members in good standing.

b) Fourteen (14) days' notice of such meeting (which shall list the location of the meeting) shall be given to each member in good standing entitled to vote.

c) A special General Meeting will be held in March prior to the start of racing to administer the final voting for the items outlined in section 3 of the bylaw

d) Subparagraphs (c). (d), (e) of Bylaw 3 shall be applicable in the conduct of such meetings.

#### Other Meetings

5. Meetings of the council shall be held at the call of the chairman or any three (3) members of the executive committee.

## General

6. The Chairman, or in his absence, the Vice-Chairman, or senior executive member present, shall preside at all meetings of the council.
7. The Chairman, or in his absence, the Vice-Chairman, or senior executive member present, shall be the final arbiter of the meaning and interpretation of these bylaws.
8. In computing the date when notices must be given under any provision of the bylaws requiring a specified number of days' notice of any meeting or event, the date of giving notice and the date of the meeting or event shall be included.
9. A majority vote of seventy-five percent (75%) of the votes cast by the members in good standing entitled to vote shall be required to pass a "special resolution".
10. A simple majority is required to pass all motions.

## AMENDMENTS TO BYLAWS

11. All members in good standing entitled to vote and having any new bylaw to propose or any suggestion to make for the alteration of existing bylaws must propose the same to the council, as a motion, at a meeting prior to a general meeting. The proposed new or altered bylaw will be discussed at the same meeting and, if the motion is passed' the proposal will be put forward for voting at the general meeting.
12. No addition, alteration, or amendment shall be made to these bylaws except by "special resolution", notice of which shall be given as provided by Bylaw #11.

## NOTICE

13. Notice or documents may be given by the council to any member either personally or by electronic mail at the last email address, which he has provided to the secretary.

## NOMINATION AND ELECTION OF THE COUNCIL

14. A simple majority of those members in good standings eligible to vote will decide elections for Executive positions. A wrestling match on the nearest dock shall decide tie votes.

15. A simple majority resulting from a divisional poll will decide elections for Divisional Representative positions. A wrestling match on the nearest dock shall decide tie votes.

#### VACANCIES

16. The chairman may fill any vacancies on the council by appointment other than that of club representative.

#### DUTIES OF CLUB REPRESENTATIVES

17. *The duties of club representatives are currently defined in the constitution.*

#### DUTIES OF DIVISION REPRESENTATIVES

18. *The duties of division representatives are currently defined in the constitution.*

#### DUTIES OF THE EXECUTIVE

19. *The duties of officers are currently defined in the constitution.*

#### FEEES, ASSESSMENTS, AND FINANCIAL MATTERS

20. Any motion to introduce or alter any fees and/or assessments, or any other item affecting the financial position of the council, may be presented as a motion at any meeting by a member in good standing entitled to vote, however, voting eligibility on financial matters is restricted to club representatives as per the constitution.

#### ABSENCE FROM MEETINGS

21. Should any member of the council be absent from two (2) consecutive meetings without a satisfactory excuse to the other members of the council, he shall cease to hold office and shall be notified by the Vice Chairman and his place filled according to Bylaw 16.

#### CONDUCT UNBECOMING A MEMBER

22. Members of council are expected to conduct themselves in a professional manner and professionally represent the members of their constituents (clubs or division). Unprofessional conduct and public or private slander of the committee or its representatives will result in the removal of the member from their position.

## MEMBERS IN GOOD STANDING

23. A member in good standing shall be defined by those that have not violated Bylaws 21 and 22.

### Divisional Polls

24. a) Divisional polls will be conducted solely upon the recommendation of the council.
- b) For a boat owner to be eligible to vote in a divisional poll the boat must:
- i) Have registered for a VARC event, irrespective of division, through the VARC event registration system, at least once in the current or previous racing system, and;
  - ii) Be the current owner at the time the poll is being conducted, and;
  - iii) At the time of the vote, conform to the division break of the division in which the vote is being cast.
- c) Divisional polls will be conducted by the divisional representative by a date specified by the council.
- d) Other than voting for a division representative, the result of any divisional poll are not binding on the council, or any of its member yacht clubs.