



## CONSTITUTION

BC Society • Societies Act

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Province of British Columbia  
Registrar of Companies

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CAROL PREST

NAME OF SOCIETY: **EXTENSION AND DISTRICT VOLUNTEER FIRE DEPARTMENT SOCIETY**

Incorporation Number: S0033485

Business Number: 85320 3503 BC0001

Filed Date and Time: October 18, 2019 11:48 AM Pacific Time

The name of the Society is **EXTENSION AND DISTRICT VOLUNTEER FIRE DEPARTMENT SOCIETY**

The purposes of the Society are:

1. The name of the Society is the Extension and District Volunteer Fire Department Society.
2. The purpose of the Society is to provide Fire Protection and Rescue services to the inhabitants of the Extension Fire Protection Specified Service Area and to other adjacent areas as provided for in any current and future mutual aid agreements or other agreement to provide fire protection services.



**Society Act**  
**Constitution**

  
CAROL PRES

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## Bylaws of Extension and District Volunteer Fire Department Society (the Society)

### Definitions

1. In these Bylaw:

"Act" means the Societies Act of British Columbia as amended from time to time;

- a) "Board" means Directors of the society;
- b) "Directors" means the Directors of the society for the time being;
- c) "Fire Department" means Extension and District Volunteer Fire Department;
- d) "Ordinary resolution" means a resolution passed at the general meeting by a simple majority of votes cast by voting members;
- e) "Registered Address" of a member means his address as recorded in the register of members;
- f) "Societies Act" means Societies Act of the Province of the British Columbia from time to time in force and all amendments to its;
- g) "Society" means Extension and District Fire Protection Society;
- h) "Special Resolution" means a resolution passed at a general meeting by at least two-thirds (2/3) majority vote cast by voting members;

### Definitions in Act Apply

2. The definitions in the Act apply to these Bylaws

### Conflict with Act or Regulations

3. If there is a conflict between the bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be prevail.

## Part 2 - Members

### Application for membership

- 4. The members of the Society are all those residents over the age of 18 who reside or own property in the fire protection specified area of Extension and District who remain in good standing.
- 5. Every member shall uphold the Constitution and comply with these bylaws.

6. There shall be no annual or other membership dues unless otherwise determined at an annual general meeting of the Society.

### **Part 3 - Meeting of the Members**

7. Every general meeting, other than an annual general meeting, is an extraordinary general meeting.
8. The Directors may, when deemed necessary, convene an extraordinary general meeting.
9. Notice of a general meeting shall specify the place day and hour of meeting and in case of special business, the general nature of the business.
10. 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.
11. The Annual General Meeting of the Society will be called by the Directors of the Society in May of each year.
12. Robert's Rule of Order shall govern the proceeding of all meetings, but no proceedings of the Society shall be invalidated by failure to follow Roberts Rules of Order.

### **Proceedings at General Meetings**

13. The following individuals is entitled to preside as the Chair of the general meeting:
14. The individual, if any, appointed by the Board to preside as the Chair.
15. If the board has not appointed an individual to preside as the chair or the individual appointed by the board is unable to preside as chair, one of the directors present at the meeting, will chair the meeting.
16. If there is no individual entitled under these bylaws who is able to preside as the chair of the general meeting within 15 minutes from the time set for holding the meeting, the voting members who are present must elect an individual present at the meeting to preside as a chair.

### **Lack of Quorum for General Meeting**

17. If within 30 minutes from the time appointed for a general meeting if a quorum is not present, the meeting if convened on the requisition of members, shall be terminated, but in any other case, it shall stand adjourned to the same day in the next week, at the same time and place, and if at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the members present constitutes a quorum.

### **If Quorum Ceases to be Present**

18. 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.

### **Adjournment by Chair**

19. The Chair of the 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 deal with new business, including any matters about which notice has been given to the members in the notice of meeting.

### **Order of Business at General Meeting**

20. The order of business at a general meeting is as follows:
- a) Elect an individual to Chair the meeting is as follows:
  - b) Determine that there is 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) If the meeting is an Annual General Meeting,
    - i. Receive the Director's report on the financial statements of the Society for the previous financial year, and the auditors' report, if any, on those statements,
    - ii. Receive any other reports of Director's activities and decisions since the previous Annual General Meeting,
    - iii. Elect or appoint Directors, and
    - iv. Appoint an auditor, if any,
  - g) Deal with new business, including any matters about which notice has been given to the members in the notice of meetings;
  - h) Terminate the meeting.

### **Methods of Voting**

21. At a general meeting, voting must be by a show of hands, or by ballot, but not by proxy.
22. A member in good standing present at the meeting of members entitled to one vote.
23. The Quorum for the transaction of business at a general meeting is 5 voting members.

### **Directors**

24. The Society must have no fewer than 5 and no more than 11 Directors. Of which, no more than 1 Director can be from an area under service contract or further than 8 Kilometers by road from the Fire Hall, located at 2201 Bramley Road, Nanaimo BC.
25. The quorum for the transaction of business at Directors meeting is 5.
26. At each Annual General Meeting, the voting members entitled to vote for the election, or Appointment of Directors must elect or appoint the Board.
27. Directors may fill casual vacancy on the Board.
28. The service of all Directors is voluntary and for which there shall be no remuneration.
29. The Directors may exercise all the power and do all the acts and things that the Society may exercise and do, and which are not, by these bylaws or by statute or otherwise lawfully, directed or required to be exercised or done by the Society in a general meeting, but subject nevertheless to
  - a) All laws affecting the Society;
  - b) These bylaws;
  - c) Rules, not being inconsistent with these bylaws, which are made from time to time by the Society in general meeting.
30. No rule, made by the Society in general meeting, invalidates a prior act of the directors that would have been valid if that rule had not been made.
31. The Board shall be responsible for fulfilling of the stated purpose of the Society with due regard for economy in meeting the requirement.
32. The Board in the month of October of each year has the sole responsibility to appoint the Fire Chief of the Extension and District Volunteer Fire Department and the Fire Chief is responsible to the Board for all matters pertaining to the operation of the Fire Department.

33. The term of services of each Director shall be for one (1) full year. The Directors shall be selected at the Annual General Meeting by a show of hands. Directors must be individuals 18 (eighteen) years of age, and members of the Society.
34. No more than two active firemen may be elected to the Board of Directors.
35. The Chairperson and Secretary shall be appointed from among the Directors by a majority vote of the Directors.
36. The Directors may meet to dispatch business, adjourn and otherwise regulate their meetings and proceedings where and when they see fit.
37. A Director may at any time, and the Secretary on the request of a Director, shall convene a meeting of the Directors.
38. The Fire Chief shall attend all meetings in an advisory capacity and if the Fire Chief is unable to attend, the Deputy Fire Chief or next in command shall attend.
39. Questions arising at a meeting of the Directors or Committee of Directors shall be decided by a simple majority vote.
40. A resolution in writing or by email, approved by all Directors and placed with the minutes of the Directors meeting, is a valid and effective as if regularly passed at a meeting of Directors.
41. The Secretary is responsible for doing, or making the necessary arrangements for the following:
- a) Issuing notices of general meetings and Directors meetings including the Annual General Meeting.
  - b) Taking minutes of general meetings and Directors meetings.
  - c) Keeping the records of the Society in accordance with the Act.
  - d) Conducting the correspondence of the Board.
  - e) Filing the Annual report of the Society and making any other filings with the Registrar under the Act.

#### **Directors May Fill Casual Vacancy on Board**

42. The Board may, at anytime, appoint a member as a Director to fill a vacancy that arises on the Board as a result of the resignation, death or incapacity of the Director during the Directors term of office.
43. Members may by special resolution, remove a Director before expiration of their term of office, and may elect a successor to complete the term of office.

### **Absence of Secretary from Meeting**

44. In the absence of the Secretary from a meeting, the Board must appoint another individual to act as secretary at the meeting.
45. The Board of Directors shall be responsible to the Society.
- a) To supervise the affairs of the Society.
  - b) To prepare in conjunction with the Fire Department, the annual budget and present it to the membership before forwarding to the Regional District of Nanaimo.
  - c) To work with the Fire Department and to carry out the policies and objectives of the members of the Society as set out by them in the general meetings.

The Fire Chief shall be responsible to the Society to:

- a) Follow the Constitution and its Bylaws
  - b) To prepare in conjunction with the Board of Directors an Annual Budget
  - c) To ensure budgetary spending shall be limited to those items specified in the annual budget
  - d) Train and give directions to the Volunteer Fire Department crew including the use of equipment; and
  - e) Fire Chief with assistance.
46. In the absence of the Fire Chief, the Deputy Chief shall carry the same responsibilities as the Fire Chief and shall assist the Fire Chief in the Discharge of his or her duties.
47. A Fire Department member may be any resident of the Fire Protection Specified Area of Extension over the age of 15, with guardian consent until the age of 18.
48. These Bylaws do not permit the Society to pay to a Director remuneration for being a Director, but the Society may, subject to the Act, pay remuneration to a Director for services provided by the Director to the Society in another capacity.
49. On being admitted to membership, each member is entitled to and the Society shall give him or her, without charge a copy of the Constitution and Bylaws of the Society.
50. These Bylaws shall not be altered or added to except by special resolution.



### **Dissolution**

51. In the event that the Society should at any time be wound up or dissolved the remaining assets after payment of all debts and liabilities shall be turned over to recognized charitable organization in the Province of British Columbia or elsewhere in Canada. "This provision was previously unalterable".