

**BY-LAWS OF THE
WHITE ROCK ELKS LODGE No. 431
OF THE BENEVOLENT AND PROTECTIVE ORDER OF ELKS**

October 2018

ARTICLE No. 1 SOCIETY MEMBERSHIP

- 1.1 Membership in the Society shall be open to any person, of sound mind, of good reputation, a believer in a Supreme Being, an adherent of lawful government, who has obtained the age of majority and who is proposed for membership by an existing member, upon being accepted by ballot at any regular meeting of the Society.
- 1.2 The members of the Society are the members in good standing at the date these By-Laws are adopted, and those persons who subsequently become members, in accordance with these By-Laws and who, in either case, have not ceased to be members as provided for in these By-Laws.
- 1.3 No member of the Society shall, merely by reason of such membership, be or become personally liable for any of its debts or obligations.

ARTICLE No. 2 MEMBER VOTING RIGHTS

- 2.1 A member in good standing present at a meeting of members is entitled to one vote.
- 2.2 Voting is either by show of hands or secret ballot as determined by the membership present to vote.
- 2.3 Voting by proxy is not permitted.
- 2.4 All members are in good standing except a member who:
 - a. has failed to pay current annual membership fees or any other fee or debt due and owing by the member to the Society, and the member is not in good standing so long as the debt remains unpaid; or
 - b. is under suspension or discipline pursuant to Article 7.
- 2.5 A member who is not in good standing
 - a. may not vote at a general meeting; and
 - b. is deemed not to be a voting member for the purpose of consenting to a resolution of the members.

ARTICLE No.3 REGULATIONS AND BY-LAWS

3.1. The Society may make such Regulations and By-Laws as it deems necessary for government and management of its business and affairs and for the guidance of its Officers and members in accordance with the Constitution and By-Laws of the Elks of Canada, providing they meet with the requirements of the Act.

ARTICLE No. 4 DEFINITIONS

4.1. In these By-Laws:

- a. "Act" means the British Columbia *Societies Act* as amended from time to time.
- b. "Annual General Meeting" mean the annual meeting of the Society members.
- c. "Chair Officer" shall mean the President, the Immediate Past President, the 1st Vice president, the 2nd Vice President and the 3rd Vice President.
- d. "Directors" "Lodge Executive Members" "Executive Committee" and "Officers" have one and the same meaning.
- e. "Regional Director" or "District Deputy" means the chief elected or appointed officer of the Lodges in the specified area in which the Lodge has been placed by Grand Lodge.
- f. "Grand Executive" means the elected Officers of the Order.
- g. "Grand Exalted Ruler" means the President of Lodge.
- h. "Grand Lodge" means the Grand Lodge of the Benevolent and Protective Order of the Elks of Canada, the Order.
- i. "Grand Judiciary Committee" means the committee as it relates to the Grand Lodge
- j. "Lodge" or "Society" or "Home Lodge" means White Rock Elks No.431 of the Benevolent and Protective Order of Elks of Canada, a British Columbia society.
- k. "Lodge Election Meeting" means a meeting of the Lodge set in accordance with these By-Laws at which the Officers of the Lodge shall be elected.
- l. "Lodge Executive" means the elected and appointed Lodge Officers as per Section 10.1.1 The Lodge Executive may also be referred to as Officers or Directors of the Society

- m. "Member" and "Member in Good Standing" means a person of a minimum age of 19 years initiated, transferred, or reinstated into the Lodge, who has not been expelled, suspended or resigned and has been issued a current membership card or current receipt of membership.
- n. "Order" or "Elks of Canada" means the Benevolent and Protective Order of Elks of Canada.
- o. "Registrar" means the British Columbia Registrar of Companies.
- p. "Regular Lodge Meeting" means a meeting a minimum of once per month excluding the months of July and August.
- q. "special resolution" means:
 - (i) a resolution passed at a general meeting by a majority of not less than three-quarters (3/4) of the votes cast by those members entitled to vote at such a meeting;
 - (ii) a resolution that has been submitted to all members and consented to in writing by every member who would have been entitled to vote in person at a general meeting; or
 - (iii) a resolution passed by mail, email, or other means of communication by a majority of not less than two-thirds (2/3) of the votes cast by the members in accordance with these Bylaws and the Act.

4.2. Where the male gender is referred to in these By-Laws it may be substituted with the female gender.

4.3. 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.

ARTICLE No 5. LODGE PROPERTIES AND FACILITIES

5.1. Title to all real property owned by the Lodge shall be registered in the name of the Society.

5.2. The Lodge Executive shall ensure the registration of the Society is maintained by the filing of the annual report with the Registrar

5.3. Management of the building owned or leased by the Lodge for its use as a meeting hall and facility for the social enjoyment of its membership shall be delegated, subject to these By-Laws, to a Lodge Management Committee.

ARTICLE No 6. LODGE MEMBER MEETINGS

Regular Lodge Meetings

- 6.1 This Lodge shall meet a minimum of once monthly or at the call of the President, excepting during July and August at which time the Lodge shall be at recess.
- 6.2 This Lodge may by vote of the membership cancel or change the date of a regular meeting, Memorial Day or Decoration Day of the Lodge. The District Deputy / Regional Director must be notified of this change.
- 6.3 Nine (9) members, of whom at least two (2) are Chair Officers, shall constitute a quorum at a regular Lodge meeting.

Special General Meetings

- 6.4 Special General Meetings of the Lodge for the purpose of dealing with business of its own, or any other special business of the Lodge, may be convened by the President, or a majority of the Lodge Executive.
- 6.5 Notwithstanding the foregoing, the President shall call Special meetings within (14) days of receipt of request for same by 3 members of the Executive Committee; or upon the written request of 10% of members in good standing. Each member of the Lodge shall be notified in writing at his last known address at least fourteen (14) days prior to the date set for the meeting
- 6.6 Regular Lodge meetings shall be adjourned at the appointed hour for a Special General Meeting called for a regular Lodge meeting night. Such a meeting may only be called with the approval of the Lodge Executive. The regular meeting may be reconvened following the Lodge Home Meeting.
 - a. Nine (9) members, of whom at least two (2) are Chair Officers shall constitute a quorum at a special general meeting.
 - b. If a quorum is not present one half (1/2) hour after the appointed time for the meeting, the meeting shall be adjourned to an appropriate date after that time as set by the party or parties who called the meeting .The secretary shall send to the members written notice at least fourteen (14) days in advance of the date, stating
 - i. that because no quorum was present the meeting originally called was adjourned;
 - ii. the time and date of the next meeting;
 - iii. that regardless of the number present, the meeting shall proceed
 - iv. the agenda of the meeting.
- 6.7 Business of the Lodge shall be decided by simple majority of the votes cast unless otherwise required by the Act or these By-Laws.

- 6.8 At a special general meeting, every question shall be decided by a simple majority of the votes cast unless otherwise required by these By-Laws.
- 6.9 Only Lodge business stipulated in the agenda of the meeting will be dealt with at the Special general meeting. All other Lodge business will be dealt with at the Regular Lodge Meeting or at another Special Lodge meeting as required.
- 6.10 Special Executive Lodge Meetings may be called at the discretion of the President.

Annual General Meeting

- 6.11 An Annual General Meeting of the Society shall be convened annually for the purposes of receiving the minutes of the last annual general meeting and any special meeting not accepted previously, and for conducting the following business:
 - a. Annual reports of the Lodge Executive;
 - b. Annual reports of the Management Committee;
 - c. Annual financial report;
 - d. Lodge Annual Financial Statement;
 - e. Presentation of the annual Budget;
 - f. Appointment or election of Auditors, if any;
 - g. All other reports;
 - h. Election of Officers;
 - i. Installation of Officers;
 - j. Other business;
 - k. Good of the Lodge.
- 6.12 The Annual General Meeting shall be on a date set by the President within ninety (90) days of the Lodge's fiscal year end.
- 6.13 Each member of the Lodge shall be notified in writing of the date and the time of the Annual General meeting.
- 6.14 The Annual General Meeting shall be chaired by the President and provision shall be made for Lodge committee chairmen to present their reports.
- 6.15 Nine (9) members, of whom at least two (2) are Chair Officers, shall constitute a quorum at an Annual General Meeting.

Non-member attendance

- 6.16 Non-members of the Order may be admitted to any meeting of the Lodge at the discretion of the Presiding Officer or Chairman, providing however that non-members shall be excused from any portion of a meeting at which balloting on Membership is conducted.

ARTICLE No 7. MEMBERSHIP

Annual dues and other fees

- 7.1 Annual dues of this Lodge shall be set by regulation with the anniversary date being January 1.
- 7.2 Each member may be required to pay an initiation fee as set by regulation. This fee is to accompany his application for membership form.
- 7.3 A reinstatement fee, if any, shall be set by regulation.

Resignations

- 7.4 A member may resign his membership upon written application to the Lodge.
- 7.5 A member in good standing may resign his membership upon applying for a Leave of Absence for a period not exceeding twelve (12) months upon written application to the Lodge. The Leave of Absence shall entitle the holder to reinstatement without any penalties during this period.

Resignation for the non-payment of dues

- 7.6 A resignation is issued for the Non-Payment of Dues when a member is in arrears for a period of two (2) months and then upon written notice (stating the terms of reinstatement) mailed to him at the last known address furnished to the secretary and payment not being made within thirty (30) days. The effective date of the resignation shall be retroactive to the first day of the mandatory three (3) month period.

Re-instatement of resigned member

- 7.7 Upon payment of a re-instatement fee set by regulation of the Lodge plus such dues as the Lodge may require, not exceeding one (1) year's dues in advance, the name of a member resigned for non-payment of dues shall, on a majority vote, be again placed upon the member roll.

Disciplinary Procedures

- 7.8 Any member may, on reasonable grounds initiate complaint proceedings against another for any violation of the provisions of the Constitution, By-Laws and regulation or lawful order of the Grand Lodge or the Officers thereof, or rules of conduct therein, as follows;
- 7.9 The party having knowledge of the alleged violation shall give written notice setting forth the particulars of said violation to the president of the accused member's Lodge who will consider the allegation(s) In the event the alleged offender or accuser is a member of the Lodge Executive, he will automatically be disqualified from participation in any hearing other than when requested by the Lodge Investigation Committee to be present for the purpose of giving evidence.

- 7.10 In the event the President or his designate conclude the allegations are frivolous, meaningless or unworthy of consideration, or may be dealt with more appropriately otherwise, he will refer the written notice, along with his report, to the Lodge Executive. The Lodge Executive may, on a majority vote support the decision of the President or his designate or may find the allegations are worthy of consideration and proceed with the complaint.
- 7.11 If the President or his designate in his written report states, that in his opinion, the allegations are worthy of consideration, or the majority of the Lodge Executive find the allegations worthy of consideration, the Lodge Executive shall within three (3) days submit in writing a copy of the allegations to the accused by delivering it personally or sending it by registered mail. The notice to the accused shall contain the following; the date, place and time of the hearing, including a notice inviting the alleged offender and/or representative of his choice to present his side of the case in the presence of the complainant.
- 7.12 A Hearing Committee shall be selected by the Lodge Executive and shall consist of two (2) Lodge members in good standing and one (1) member of the Executive who are not related to, nor involved as witnesses for either the accused or the complainant. The Chairman of the Committee shall be chosen from amongst themselves. Due to extenuating circumstances and on the written request of the Lodge Executive, the Grand Exalted Ruler may be requested to appoint the Committee. The Committee members do not have to be members of the Home Lodge. The Grand Exalted Ruler may decide not to accept the request.
- 7.13 If the complaint is against the President, the written notice setting forth the particulars of said violation, will be given to the next Officer in line, He will call a meeting of the Lodge Executive and they, on a majority vote, will decide whether the charges are worthy of consideration or are frivolous, meaningless or unworthy of consideration, or may be dealt with more appropriately otherwise. If the decision is not to proceed, the complainant will be advised in writing stating the reasons for the decision. If the complaint is worthy of consideration the Grand Lodge will be notified. The Lodge Executive may, on majority vote, suspend the President from his duties pending the outcome of the Hearing. The Lodge Executive may, in written request, ask the Grand Exalted Ruler to appoint the Committee, The Committee members do not have to be members of the Home Lodge. The Grand Exalted Ruler may decide not to accept the request.
- 7.14 At the date and time affixed, the Committee will diligently inquire into the complaint by hearing such testimony and reviewing such evidence and written material pertinent to the case. The alleged offender is entitled to give testimony, provide evidence, and to call such witnesses as he deems are required for his defence. The alleged offender has the right to be present to all parts of the hearing where evidence or testimony is presented to the Hearing Committee. With the permission of the Committee, the complainant or the witnesses may appear by telephone or some other form of acceptable media.
- 7.15 Provision must be made for an audio and/or video recording of the hearing which shall be retained by the Lodge Executive for a period of thirty (30) days, or until notified by Grand

Lodge Office that an appeal has been launched, in which case the recording will be delivered to the Grand Lodge along with any notes recorded by the committee.

- 7.16 The Hearing Committee shall render, a decision within three (3) days of the hearing and shall communicate such decision to the alleged violator and the complainant in writing by either delivering it personally, or sending it by registered mail to the last known address.
- 7.17 The written decision along with the reasons for the decision of the Hearing Committee shall be conveyed to the Lodge at its next regular meeting where the penalty only shall be subject to ratification or amendment. The decision of the Committee to dismiss a complaint shall be final and binding.
- 7.18 A decision to uphold the complaint shall be final and binding unless within fifteen (15) days following receipt of the notification of the decision to the alleged offender, he launches an appeal to the Grand Lodge.
- 7.19 An appeal to the Grand Lodge shall be in writing and received at the Grand Lodge Office within the said fifteen (15) days, detailing the decision appealed against along with the grounds for the appeal. All findings of the Hearing Committee and penalties imposed by the Lodge shall remain in effect pending the outcome of the appeal to the Grand Executive.
- 7.20 The Lodge Hearing Committee shall upon request forward a statement of fact, along with any written or recorded material in the possession of the Committee, to the Grand Lodge Office.

Appeals to Grand Executive

- 7.21 Upon receipt of an appeal properly filed within the time limits, the office of the Grand Executive shall proceed as follows: An appeal is not an automatic rehearing and the Grand Executive will along with the Grand Judiciary Committee jointly determine if the appeal is properly filed, not frivolous, and based only on evidence given at the Lodge hearing, before making any decision to proceed with hearing the appeal.
- 7.22 Upon receipt of an appeal by the Grand Lodge Office, all documentation received from the appellant shall be forwarded to the Grand Judiciary Committee for review and recommendation to the Grand Executive on the merits of proceeding with the appeal. The decision to proceed or not to proceed with the appeal shall be made by the Grand Executive and shall be final and binding.
- 7.23 If the Grand Executive agrees to hear the appeal the Grand Lodge office will advise the concerned Lodge of the appeal and request that all pertinent documentation as outlined above, be forwarded to Grand Lodge office.

7.24 A date for a hearing will be set and the appellant and the Lodge will be notified in writing accordingly. Except in the case of immediate urgency when a special meeting of the Grand Executive may be called, the hearing date shall coincide with the date set for the next Grand Executive meeting.

Admission of Guilt:

7.25 Notwithstanding the foregoing provisions, charges against any member admitting to the indiscretions outlined in the complaint may be disposed of without the necessity of a formal hearing.

7.26 In such case, the accused is entitled to appear before the Hearing Committee, should he desire, so as to offer an explanation of the offence charged.

7.27 Upon accepting the admission of guilt by the accused to the offence charged, and after hearing any evidence offered by the accused, the Hearing Committee shall recommend to the Lodge at its next meeting the penalty, if any to be imposed in a similar manner to that outlined within section 7.16

Conviction of Indictable Offence

7.28 A member who has been convicted of an indictable offence punishable with five (5) years imprisonment or more may, without notice, be expelled from membership in the Order by resolution of the Lodge Executive.

Proof of Conviction

7.29 An official record of a criminal conviction by any court shall be prima facie evidence of such a conviction.

ARTICLE No 8. DIRECTORS / OFFICERS

8.1 The Society shall elect from amongst its membership such Officers as are designated by By-Law.

Composition

8.2 The Lodge Officers shall be the: President, the Immediate Past President, the 1st Vice President, the 2nd Vice President, the 3rd Vice President (who shall be known as Chair Officers), Secretary, Treasurer, Sergeant at Arms, Chaplain, and Membership Director. This composition may also include an Historian and /or Organist.

8.3 The Lodge Officers shall be the directors of the Lodge for the purposes of the Act.

8.4 The offices of the Secretary and the Treasurer may be combined upon the approval of a motion prior to the election meeting. The Lodge Officers as a group shall be called the Lodge Executive.

8.5 The President, Vice Presidents, Secretary, Treasurer, Chaplain, Sergeant at Arms and Membership Director shall be elected annually to one-year terms.

- 8.6 Any Officer may resign his office at any Regular meeting. This resignation must be in writing.
- 8.7 An elected or appointed office shall automatically become vacant if the holder of such office shall be absent from his duties for three (3) consecutive regular meetings without just cause. The Lodge Executive shall recommend to the Lodge that the Office be declared vacant and upon approval of a majority vote, a vacancy shall be declared.
- 8.8 The President shall be *ex officio* member of all Lodge committees.
- 8.9 No Officer shall be remunerated for merely being or acting as an officer, but an Officer may be reimbursed for all expenses necessarily and reasonably incurred by that officer when engaged in the affairs of the society, providing however, that no reimbursement of expenses or any other payment to any officer shall at any time be paid from any funds raised under the Provincial Gaming Licence.
- 8.10 No member of the Society Board of Directors or Executive may receive remuneration or other financial benefits for their services to the Society, regardless of the type of services performed.
- 8.11 A member of the Society Board of Directors or Executive on approval by the membership may bid on work put out to tender by the Lodge provided however they absent themselves from any discussion and voting at the meeting where the contract is awarded in accordance with the conflict of interest provisions under the Act.
- 8.12 Notwithstanding bylaw 8.10 a committee member may, upon majority consent of the Executive Committee and the affected committee, bid on and secure a contract to perform work needed by the Lodge providing that,
- a. The committee member absents himself from any deliberations on the issue.
 - b. Payment shall reflect only the cost of the work on and completed.
 - c. A minimum of three (3) bids are presented.

Election of Officers

- 8.13 The Special Meeting to elect Lodge Officers shall be held in December or by the first (1st) meeting in January. Balloting shall be done by secret vote where required. To be elected a candidate must receive at least fifty (50) percent plus one (1) of the ballots cast. The Election Committee shall be chaired by the Immediate Past President.
- 8.14 Any member in good standing may be nominated for office. If the candidate is absent at the time of the Election a signed letter from him stating his willingness to stand for Office must be submitted.
- 8.15 If an elected office becomes vacant, unless otherwise provided, the President shall order an election to fill it. The election will take place at a regular meeting within sixty (60) days after the vacancy occurs. Appropriate notice shall be given to all members, provided

however, that any vacancies caused by the election of another Officer to fill such first mentioned vacancy , may be filled at the same meeting at which it occurs.

8.16 Every Officer shall be installed in accordance with the Ritual of the Order of Elks of Canada. Installation to be held prior to the second meeting in January.

Power and Duties of Officers.

8.17 It shall be the duty of each Officer to familiarize himself with such portions of the Ritual as are assigned their office and to familiarize himself with the Constitution and with these By-Laws thirty (30) days after his installation.

The President

8.18 It shall be the duty of the President:

- a. to preside at all regular and executive meetings of the Lodge,
- b. call Executive Committee and Special General meetings of the Lodge when necessary,
- c. appoint all necessary Committee members as soon as possible after his election and have this ratified by the Executive,
- d. refer to the Finance Committee for its report, any resolution involving the expenditure of money,
- e. have general supervision over all business pertaining to the Lodge,
- f. see that harmony is preserved and the laws of Order are enforced,
- g. Prepare and deliver at District Meetings a written report as to the condition of the Lodge,
- h. serve as an ex-officio member at all Lodge Committees.

The Past President

8.19 It shall be the duty of the Immediate Past President to keep a watchful eye on the conduct and the work of the Officers of the Lodge and he or his nominee shall chair the Election of Officers Committee.

The Three Vice Presidents

8.20 It shall be the duties of the three vice-presidents to assist the President in the performance of his duties, to officiate for him in his absence in order of rank, and such other duties as assigned by the President.

Secretary

8.21 It shall be the duty of the Secretary to:

- a. keep correct accounts between the Lodge and its members and assign to each member a number and place the same on his membership card as recorded in the Membership Ledger,

- b. receive all monies due to the Lodge from whatever source and to pay the same to the Treasurer at the earliest and take a receipt therefore,
- c. subject to the approval of the President, present all correspondence received to the Lodge and to attend to correspondence promptly according to the decision of the Lodge,
- d. notify elected and rejected applicants for membership within three (3) days of balloting,
- e. keep a good record of the proceedings of all Lodge meetings and incorporate all written reports into them,
- f. transmit to the Grand Lodge by the end of January each year the Annual statement report for the preceding calendar year duly signed by all required Officers,
- g. transmit to the Grand Lodge within thirty (30) days after 1st January, 1st April, 1st July and 1st October each year, the Quarterly National Registration Affiliation Fee Report properly filled out with cheque or draft in payment of all indebtedness to the Grand Lodge and to ensure that such report shall bear the signature of the Secretary or Secretary/Treasurer,
- h. transmit to the Grand Lodge within six (6) months of the Lodge's fiscal year end, the Annual Statistical Report, on the form supplied by Grand Lodge office,
- i. immediately after the elections, furnish to the Grand Lodge office and his Regional Director and names and addresses of all officers elected and the location of the Lodge,
- j. upon his retirement from office, immediately deliver all books, papers and other property in his charge to his successor in office or to whomsoever the Lodge shall appoint,
- k. issue all certificates regarding the business of the Lodge.

Recording Secretary

8.22 In the event of there being a Secretary-Treasurer and a recording Secretary, it shall be the duty of the Recording Secretary to keep a record of the proceedings of the Lodge and all committee of the Lodge in a proper Minute Book and to incorporate reports into the minute book and to perform such other duties as assigned by the Lodge.

Treasurer

8.23 It shall be the duty of the Treasurer to:

- a. receive all Lodge monies giving a receipt for same,
- b. receive all Lodge monies from the committees such as the Property Management Committee,
- c. pay all the bills against the Lodge after having been presented to the Lodge and have been certified by the Finance Committee as in order,

- d. present a report to the Lodge each month showing the condition of the accounts,
- e. present all statements, ledgers, vouchers or other papers to the Finance Committee or to that person appointed to audit or verify the books at the year end,
- f. prepare a financial statement to the Lodge on the completion of the audit (if any).

Sargeant At Arms

8.24 It shall be the duty of the Sargeant At Arms to:

- a. carry out the instructions of the President in organizing the Lodge;
- b. have charge of the floor work during the Initiation;
- c. have charge of ballots for elections and memberships;
- d. transmit official messages as directed by the President;
- e. in all public Lodge displays, officiate as marshal unless otherwise directed;
- f. ensure that the flags and Charter are properly placed;
- g. assume charge of all the jewel, regalia and other Lodge property and be responsible for it and ensuring that it is in proper condition for all meetings.

Chaplain

8.25 It shall be the duty of the Chaplain to:

- a. take charge of the religious ceremonies of the Lodge as provided for in the ritual,
- b. offer condolences to the appropriate persons after the death of a member,
- c. assist in planning with the family any posthumous gatherings of members,
- d. chair the sick and distressed committee.

Membership Director

8.26 It shall be the duty of the Membership Director to chair the Lodge membership committee and assist the secretary if required to:

- a. maintain the Lodge membership ledger including posting of dues receipts; reconciling the Grand Lodge membership printouts with the Lodge membership Ledger,
- b. record members' change of address,
- c. notify members when their dues are two (2) months overdue,
- d. notify Grand Lodge of members' request for transfer and seeing that they are in good standing and requesting any other pertinent membership history,
- e. ensure that all persons attending a Lodge Meeting are so entitled and that they have signed the meeting attendance registry,
- f. to furnish all necessary paraphernalia by order of the President and see that all such property of the Lodge is stored in safety before leaving the Lodge,

- g. give a verbal report on the number of members and visitors in attendance when asked by the President prior to the Lodge closing.

Signing Officers

8.27 The President or the chairman of the Finance Committee, or the Treasurer and or such other members as are appointed by the Lodge or the Lodge Executive Committee providing that in all cases the President or the treasurer or the chairman of the finance committee shall be Signing Officers.

ARTICLE No. 9 DELEGATES

9.1 Delegates to the B.C. Elks Conference and the Grand Lodge Convention shall be elected at least two (2) Lodge meetings beforehand. Any funds to be given to assist the expenses of the delegates shall be as set out in the Annual Budget presented by the Finance Committee. Those members attending and receiving financial assistance shall be required to attend sessions and prepare a report to be given to the membership of the Lodge as soon as possible on returning home from the Conference or Convention.

ARTICLE No. 10 LODGE COMMITTEES

Committee appointments

10.1 Except as otherwise provided, Committees of the Lodge shall be nominated by the President and approved by the Lodge Executive. The chairman of the committee shall be chosen by and from amongst the committee members. Any such committee shall limit its activities to the purpose or purposes for which it is appointed, and shall have no powers except those specifically conferred by the Lodge Executive.

Committee Remuneration

10.2 No committee member shall be remunerated for merely being or acting as a committee member. However a committee member may be reimbursed for all expenses necessarily and reasonably incurred by him while engaged in the affairs of the Committee.

10.3 Notwithstanding 10.2 a committee member may, upon majority consent of the Executive Committee and the affected committee bid on and secure a contract to perform work needed by the Lodge providing that;

- a. A minimum of three (3) separate bids are presented
- b. The committee member absents himself from any voting or deliberation on the issue, and
- c. Payment shall reflect only the cost of work bid on and completed.

Committee Tenure

10.4 Except as otherwise provided, members of the Committees of the Lodge shall hold office for the same period as elected Officers with the exception of the Trustees (where they are appointed) who shall be governed by their appropriate terms.

Committee Budgets

10.5 The Annual Lodge budget shall provide for expenses of all committees.

Management Committee

Composition

10.6 The Lodge Management Committee shall consist of a minimum of five (5) members. The first named shall chair the first meeting at which a chairman will be elected from and amongst its members.

Duties and Responsibilities

10.7 The Committee shall be responsible for the operation and management of the property buildings, and facilities, owned or leased by the Society. The committee shall be responsible for the administration and upkeep of same. It shall prepare the financial statement of the operation of the same.

10.8 It shall, subject to Executive Committee approval, appoint such sub-committees as may be required for the operation of the building and facilities.

Committee Restrictions (Management)

10.9 No Committee member shall serve for more than three (3) consecutive years. Any part of a year shall be calculated as a year.

10.10 No member is eligible for election to the Committee unless he has attended at least three (3) regular Lodge meetings in the previous twelve (12) months. (calendar year)

10.11 No employee of the Lodge shall be a member of the Committee.

10.12 Any member if absent from three (3) consecutive meetings shall be removed from the Committee if he has no reasonable excuse. The Executive Committee shall determine if the excuse is reasonable.

10.13 Any vacancy shall be filled by appointment of the Executive Committee and shall be ratified at the next Regular Lodge Meeting. Such appointment shall be for the balance of the year.

Committee Meetings

10.14 The committee shall hold not less than one (1) meeting per month, such meeting to be in the Lodge at such time as the Committee may decide upon.

10.15 Special meetings of the Committee may be called upon the request of the Chairman or majority of the Committee members. All Committee members must be notified of the time of the Special meeting.

10.16 Three (3) Committee members shall constitute a quorum at all Committee meetings.

10.17 A recommendation signed by all Committee members shall be valid and effectual as if it had been passed at a meeting of the Committee duly called and constituted.

10.18 The Committee from time to time may recommend to the Executive Committee the appointment of agents and /or the employment of such persons, on such terms as they see fit, to carry out the objectives of the Lodge Home

Powers and Duties of the Committee.

10.19 The Chairman shall preside at all meetings of the Committee. He shall sign the minutes of the meetings upon their adoption. He shall report monthly to a Regular Lodge Meeting on the affairs of the Committee.

10.20 The Vice - Chairman shall have all the powers and perform all the duties of the Chairman in his absence and in addition shall perform all other duties assigned to him.

10.21 The Secretary-Treasurer shall be responsible for maintaining accurate minutes of all Committee meetings. He shall have charge of all the correspondence of the Committee and be under the direction of the Chairman and the Committee. He shall properly account for funds of the Committee and keep such books and records as may be approved and directed by the Committee. He shall make all disbursements on behalf of the Lodge Home as may be required and approved by the Committee, he shall present a detailed account of all receipts and the disbursements monthly to the Executive Committee.

Expenditures

10.22 The Committee shall have the authority to make all expenditures up to \$1000 that are necessary for the ordinary operation and maintenance of the Lodge Property and in carrying out the general purposes of the Committee. If amounts in excess of \$1000 are to be expended the prior approval of the Lodge Executive must be sought and gained.

10.23 The Committee shall not budget for, commit or spend for capital expenditures or borrow for any purposes whatsoever, without the prior approval of the Lodge.

10.24 All work or purchases approved by the Management Committee must be signed by any two (2) Management Committee Members before final payment.

Finance Committee

10.25 The President shall recommend that the Lodge Executive shall approve a Finance Committee consisting of a minimum of three (3) members, at least one (1) of whom should have an accounting or financial background, if possible.

Duties and Responsibilities

10.26 It shall be the duty of the Finance Committee to:

- a. control the funds, investments and property of the Lodge whether real of personal,
- b. upon the approval of the Lodge execute all leases, contracts or other documents,

- c. see that all signing officers and other members handling major funds of the Lodge are bonded for such sums as the Executive Committee deems proper for the faithful performance of their duties.
- d. keep all property of the Lodge fully insured at least as to fire and liability as required by the Lodge on the recommendations of the Executive Committee.
- e. determine the financial institution with which the Lodge funds may be deposited.
- f. ensure that Lodge Committees only open accounts with Executive approval.
- g. ensure that investments of the Lodge are made in accordance with British Columbia *Trustees Act*,
- h. borrow money upon the assets of the Lodge and draw, make, accept, endorse, execute and issue promissory notes, bills of exchange and other negotiable of transferable instruments on behalf of the Lodge.
- i. perform such other duties as may be required by the Lodge and which are compatible with their office including (a) initialing of all bills or invoices in excess of one thousand (\$1,000) dollars, indicating the committee's approval and (b) requiring chairmen of committees handling funds to deliver records for inspection at least quarterly.
- j. upon retirement the chairman is to immediately deliver all books, papers and other property in his charge belonging to the Order to his successor in office or to whomsoever the Lodge shall appoint.

Constitution and By-Law Committee

10.27 Shall consist of three (3) members. It shall have referred to it all proposed legislation and amendments to the Constitution and By-Laws of the Order of the Society and all matters relating to the legal affairs of the Lodge. It shall promptly report its recommendations to the Lodge. The Chairman shall adjudicate any points of order referred to him by the President.

Lodge Charities Committee

10.28 Shall consist of a minimum of three (3) members. It shall have the general administration and coordination of all charitable activities of the Lodge. It shall promote all charitable activities of the Lodge, Elks provincial charities and investigate and make recommendations to the Lodge on all requests for assistance from within the local area.

Sickness and Distress Committee

10.29 The Chaplain shall chair this Committee. It shall consist of a sufficient number of members whose duties shall be to visit members, their spouses and immediate family and offer appropriate assistance and advice at the discretion of the Committee.

Nominating Committee

- 10.30 The Past Presidents shall form this Committee with the Immediate Past President as chairman. It shall function with a minimum of three (3) members.
- 10.31 It shall put forth a slate of Officers by the last meeting in November each year.
- 10.32 It shall be responsible for notifying and conducting the Election of Lodge Officers at the Annual General Meeting.
- 10.33 Should a member of the Nominating Committee seek office for the Executive then he must absent himself from deliberations of the Nominating Committee and may be replaced by Presidential appointment.

ARTICLE No. 11 AWARDS

President Award

- 11.1 The incoming and outgoing Exalted Rulers shall receive the appropriate Fez at the Installation of Officers Meeting. The outgoing Exalted Ruler (President) to have the word "Past" added to his Fez at Lodge Expense.
- 11.2 The Exalted Ruler (President) shall receive his Past Exalted Ruler's Medallion at the end of his term of office. If the Exalted Ruler (Pres) serves a second term he will have the option of a bar added to his Medallion showing the years of his second (or more) terms, at Lodge Expense.

Membership Year Pins

- 11.3 The Lodge will present all year pins for years of service on a Special Pin Night.

Other Awards

- 11.4 The Lodge may, by regulation, institute such other awards as it deems fit.

ARTICLE No. 12 FISCAL YEAR, AUDIT AND BORROWING.

Fiscal Year

- 12.1 The Lodge Fiscal Year shall commence January 1st of the year and end December 31st.

Audit

- 12.2 All accounts of the Lodge shall be audited at least once per year by an accredited accountant appointed by the Lodge at the Annual General Meeting, or reviewed by two (2) or more qualified and knowledgeable members of the Lodge appointed by the Executive Committee at the Annual General Meeting.
- 12.3 The prepared financial statement shall be presented, as soon as possible after the close of business at the fiscal year end, to the Executive Committee who after being satisfied of its correctness shall present it to the membership for their approval at the Annual General

Meeting. A financial statement must be presented to the Executive Committee within ninety (90) days of year end.

- 12.4 A certified copy of the financial statements shall be forwarded to the Grand Lodge Office.
- 12.5 An auditor may be removed by ordinary resolution in accordance with the procedures set out in the Act.
- 12.6 An auditor shall be promptly informed in writing of appointment or removal.
- 12.7 No directors, member, officer or employee of the Society shall be auditor.
- 12.8 The auditor may attend general meetings.

Borrowing

- 12.9 For the purpose of carrying out the objects of the Lodge, the Lodge Officers may raise or secure the payment or repayment of any debt including but not limited to mortgages, leases, and debentures.

ARTICLE No. 13 SPECIAL RESOLUTIONS

Procedures

- 13.1 Any proposed special resolution shall be submitted in writing at a regular meeting or special general meeting of the Lodge, read to the meeting and then laid over to a later session, the date of which shall be announced by the Chairman prior to adjournment. The resolution shall be circulated by the Secretary in writing to the membership and the Grand Lodge at least fourteen (14) days in advance of the meeting at which it will be voted on. Such special resolution must be approved by a seventy-five (75%) percent majority of the members in good standing present and voting.

ARTICLE No. 14 CORPORATE SEAL

Custody

- 14.1 The Society shall have an official seal to be attached to any document executed by the Society. The seal shall be kept by the Secretary at all times at the office of the Society.

Application

- 14.2 The seal shall be affixed only when authorized by a resolution of the Lodge Executive, and then only in the presence of Lodge Secretary and the Chairman of the Finance Committee.

ARTICLE No. 15 CONSTITUTION, BY-LAWS AND REGULATIONS

Regulations

- 15.1 For the purposes of carrying out the provision of the Constitution and the By-laws of the Lodge and the Grand Lodge according to their intent, the Lodge may at any meeting, make, amend, or rescind such regulations as are subservient, necessary or advisable.
- 15.2 Regulation made in accordance with this power shall not be inconsistent with the Constitution and By-Laws filed and registered with the Registrar. No regulation, made by the Society in any meeting, invalidates a prior act of the Officers that would have been valid if that regulation had not been made.

Amendment Procedure

- 15.3 Any proposed By-Laws or amendment to the By-Laws shall be submitted in writing at a regular meeting of the Lodge, read before the Lodge and laid over until later at a regular session. The Constitution and By-Laws committee shall prepare and submit to the Lodge a report on the proposed By-Laws or amendment. A notice shall be sent post-paid to the last address of each member of the Lodge a minimum of fourteen (14) days in advance of the meeting scheduled to consider the matter, giving full details of the proposed By-Law or amendment and the date of the meeting. A seventy-five (75%) percent majority of the members of the Lodge present shall be necessary for the adoption of such By-Laws or amendment.

Regular amendment

- 15.4 The Constitution and By-laws of the Lodge may be amended by special resolution. Such proposed amendments shall be submitted by the Lodge to the Grand Lodge for approval simultaneously as they are circulated in writing to the members, fourteen (14) days in advance of the meeting scheduled to consider the matter, giving full details of the proposed By-Law or amendment and the date of the meeting at which the vote will take place.
- 15.5 Such amendments shall not become effective until the Lodge passes such resolution and it has been filed and registered by the Registrar.

Consequential Amendments

- 15.6 In the event The Grand Lodge Constitution and By-Laws are amended in such a manner as to conflict with these By-Laws, the Society shall consequently submit to its members, a special resolution to amend the Society By-Laws to conform to the Grand Lodge By-laws. Such consequential amendments shall not become effective until the Lodge passes such resolution and it has been filed and registered with the Registrar.

ARTICLE No. 16 PERSONAL BENEFIT

- 16.1 Absolutely no personal loans shall be given any officer or member of the Society.

ARTICLE No. 17 PREVIOUS CONSTITUTIONAL CLAUSES

17.1 The following clause in this Article 17 was previously contained in the constitution and was designated as unalterable:

ARTICLE No. 5

Upon winding up or dissolution of the Society any and all gaming funds or assets purchased with gaming funds received from licensed charitable gaming and /or direct charitable access, shall at the date of dissolution or cessation of existence be distributed by the society to a registered charity or registered charities in British Columbia, as defined in the *Income Tax Act* (Canada) as may be determined by the members of the society at the time of winding up or dissolution. This provision shall be unalterable.

17.2 The following clauses in this Article 17 were previously contained in the constitution and were designated as alterable.

ARTICLE No. 3

The Society shall have its registered office in the city of White Rock or the city of Surrey in British Columbia.

ARTICLE No. 4

The Society may acquire by purchase, lease, gift, or otherwise any real or personal property necessary or useful for carrying out its purposes and may use or dispose of such property by mortgage, pledge, lease, sale, gift, or otherwise.

ARTICLE No.6

Upon winding up or dissolution of the Society, all non-gaming funds and property of the Lodge purchased with non-gaming funds which remain after payment of all costs, charges and expenses which are properly incurred in the wind up shall be designated by the members at the time of dissolution for distribution to charities within Canada that are registered within Canada Customs and Revenue Agency as a public charitable organisation or foundation.

ARTICLE No. 18 INDEMNIFICATION

18.1 Subject to the provisions of the Act, every member of the Lodge Executive or officer who has properly undertaken or is about to undertake any liability on behalf of the Society or any society controlled by it and their heirs, executors, administrators or personal representatives respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Society, from and against:

- (a) all costs, charges, and expenses whatsoever which such member of the Lodge Executive or officer actually and reasonably sustains or incurs in or about any action, suit or proceeding which is brought, commenced, or prosecuted against him, or in

respect of any act, deed, matter or thing whatsoever, made, done, or permitted by him, in or about the execution of the duties of his office or in respect of any such liability; and

(b) all other costs, charges, and expenses which he actually and reasonably sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges, or expenses as are occasioned by his own wilful neglect or default

provided that:

(c) the member of the Lodge Executive or officer acted honestly and in good faith with a view to the best interests of the Society; and

(d) in the case of criminal or administrative proceedings, the member of the Lodge Executive or officer had reasonable grounds for believing that his conduct was lawful.

18.2 The Society may purchase and maintain insurance for the benefit of any or all directors or officers against personal liability incurred by any such person as a director or officer.

ARTICLE No. 19 MISCELLANEOUS

19.1 The books of accounts of the Society and minutes of meetings of the members and the Lodge Executive shall be open to inspection, at any reasonable time, upon the written demand of any member for a purpose reasonably related to his or her interest as a member.

19.2 Any meeting of the Society, the Lodge Executive, or any committee may also be held, or any member, director or member of a committee may participate in any such meeting, by conference call or similar communication equipment or device so long as all the persons participating in the meeting can hear and respond to one another. All such persons so participating in any such meeting shall be deemed to be present in person at the stated location of such meeting and, notwithstanding the foregoing bylaws, shall be entitled to vote by a voice vote recorded by the secretary of such meeting.

19.3 Should the Lodge Society and a member or director not be able to resolve a claim or controversy arising out of these bylaws, or in respect of any legal relationship associated with it or from it, through consultation and negotiation in the spirit of mutual friendship and cooperation, any party may initiate mediated negotiation. All disputes remaining unsettled after mediation shall be referred to and finally resolved by arbitration in accordance with the *Arbitration Act*, RSBC 1996, c 55.

19.4 The place of mediation and arbitration shall be mutually agreed by the Society and the member or director. In the absence of agreement regarding the place of mediation and

arbitration, the place of mediation and arbitration shall be White Rock, British Columbia. Both parties shall share the fee of the mediator and arbitrator equally.

- 19.5 The Society and the member or director shall use their best efforts to conduct any dispute resolution procedures as efficiently and cost-effectively as possible. Notwithstanding this provision, either party may obtain a temporary injunction to enforce or preserve its rights or restrain any further violation or threatened violation of any restrictions or agreements contained herein for which monetary damages are not an adequate remedy until such rights can be pursued through arbitration.

Dated as of October ____, 2018