



SAANICH PENINSULA
PIRANHAS SWIM CLUB

www.piranhaswimclub.com

BY-LAWS OF THE SAANICH PENINSULA PIRANHA SUMMER SWIM CLUB

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PART 1 - INTERPRETATION

1.1 INTERPRETATION

In these by-laws, unless the context otherwise requires:

- a) "BCSSA" means the B.C. Summer Swimming Association;
- b) "Board" means the Board of Directors of the Society;
- c) "Business" means the act of making a motion for the purpose of voting on a resolution;
- d) "Directors", means the directors of the Society;
- e) "Society" means the Saanich Peninsula Piranha Summer Swim Club;
- f) "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments thereto;
- g) "Special Resolution" requires $\frac{2}{3}$ majority of votes cast to pass;
- h) "Summer Season" means the period of any year commencing May 1st and ending September 30th;
- i) "Winter Maintenance Season" means the period from September 1 to April 30th.

1.2 AFFILIATIONS

The Society shall be affiliated with the B.C Summer Swimming Association.

1.3 PERSONAL GAIN

No part of the income of the Saanich Peninsula Piranha Swim Summer Club shall be payable to or shall be otherwise available for the personal benefit of any member, director or settler thereof.

1.4 DISSOLUTION OF THE SOCIETY

Upon winding up or dissolution of the Saanich Peninsula Piranha Summer Swim Club, the assets which remain after payment of all costs, charges and expenses that are properly incurred in the winding up shall be distributed to such charitable organization registered under the provision of the Vancouver Island Region of British Columbia Summer Swimming Association, as may be determined by the members of the Saanich Peninsula Piranha Swim Club Board at the time of the winding up or dissolution.

PART 2 - MEMBERSHIP

2.1 There shall be three classifications of membership which shall be as follows:

- I. One parent or guardian per registered swimmer who is 18 years old or younger, shall be considered a member in good standing, and entitled to one (1) vote at the Annual or Special General Meetings.
- II. Each swimmer, 19 years of age or older, shall be considered a member in good standing, and entitled to one (1) vote at the Annual or Special General Meetings.
- III. Life memberships may be bestowed on any member of the Saanich Peninsula Piranha Swim Club for distinctive service to this club. Nomination for Life Membership must be made by a member of the Executive and may be approved at the last regular Executive meeting of the current season. Life members shall have full voting privileges, and entitled to one (1)

vote at the Annual or Special General Meetings.

2.2 Membership for the Winter Season expires April 30th of each year.

2.3 Membership for the Summer Season expires September 30th of each year. The intention of this is to allow summer swim families an opportunity to vote in the AGM in September.

PART 3 - BOARD OF DIRECTORS AND OFFICERS

- 3.1 The Board is the governing and administrative body of the Society.
- 3.2 The Board is responsible for the management of the affairs of the Society.
- 3.3 The board must operate in a manner consistent with these bylaws and the BC Societies Act.
- 3.4 The Board of Directors shall be composed of the following positions:

President, Vice President, Treasurer, Registrar, Secretary, Coach Liaison, Director of Swim Meets, Director of Marketing, Director of Fundraising
- 3.5 All officers shall continue to hold office after the annual general meeting until October 1st in that year, when the officers for the forthcoming year take office.

- 3.6 At the first Board meeting after October 1st, following a change in the person of President, the Board may, if it so chooses, appoint the immediate Past President to the Board. Such appointment shall be by two-thirds ($\frac{2}{3}$) majority and shall be valid for one (1) year until October 1st of the following year, where it may be extended at the will of the Board, again by two-thirds ($\frac{2}{3}$) majority of the Board. If so appointed, the Past President shall:
- A. assist the President to provide continuity of direction to the Board; and
 - B. not have any voting privileges on the Board.
- 3.7 All positions on the Board may be shared by 2 people.
- 3.8 Each director has voting rights, and when a position is co-chaired, those co-chaired members must share one vote.
- 3.9 The directors term of office shall be two (2) years.
- 3.10 Separate elections shall be held for each office to be filled.

- 3.10.1 An election may be by acclamation; otherwise it shall be by secret ballot.
- 3.10.2 If no successor is elected the person previously elected or appointed may continue to hold office.
- 3.10.3 If a director resigns their office or otherwise ceases to hold office, the remaining directors shall appoint a person to take the place of the former director until the next Annual General Meeting when an election for the position takes place.
- 3.10.4 A director so appointed holds office only until the conclusion of the term of office, but is eligible for re-election at the next annual general meeting.
- 3.11 No act or proceeding of the directors is invalid only by reason of there being less than the prescribed number of directors in office.

- 3.12 If a Director fails to attend three consecutive Board Meetings between Annual General Meetings, the director shall be deemed to have resigned from the Board unless the Board votes by simple majority via a secret ballot to allow the director to remain a director of the Society.
- 3.13 The members may by special resolution remove a director before the expiration of their term in office and may appoint a successor to take the place of the former director until the next Annual General Meeting when an election for the position takes place.
- 3.14 No director shall be remunerated for being or acting as a director, but a director shall be reimbursed for all expenses necessarily and reasonably incurred while engaged in the affairs of the Society.

PART 4 - DUTIES OF OFFICERS

4.1 The President shall:

I. Chair all meetings of the Club and at all other meetings at which their attendance may be required and ensures that the business is conducted in a proper, respectful manner, and in the event of an equality of votes, gives a casting vote;

II. Direct the activities of the Board Executive towards Club goals and objectives including the development and maintenance of the Club's Strategic Plan;

III. Ensure that incoming directors are formally and adequately briefed on the Club Constitution, Bylaws and Strategic Plan prior to their first Club Meeting;

IV. Ensure the Constitution is revised and reviewed regularly;

V. Act as Signing Authority;

VI. Prepare an annual report for the annual general meeting;

VII. Ensure club representation at Regional meetings;

VIII. Ensures the annual report for Society Act is submitted annually; and

IX. Communicate with swim club members to ensure members have all the information they require to participate actively in the club.

4.2 The Vice-President shall:

I. Provide assistance to the President in the execution of their responsibilities on an as required basis and acts in that role whenever the President is unavailable;

II. Become President if the position becomes vacant;

III. Act as Signing Authority; and

IV. Prepare an annual report for the annual general meeting.

4.3 The Treasurer shall:

I. Manage all Club financial transactions, including the collection of all membership dues and the payment of all Club bills in accordance with Committee directives;

II. Keep the financial records, including books of account, necessary to comply with the Society Act;

III. Establish and maintain all required Club bank accounts and/or similar financial transactions, arranging for officer signatures as required;

IV. Prepare and submit the annual Gaming Grant application;

V. Submit all tax related filings as required;

VI. Develop an annual financial statement of the activities of the Club and provides this to the



Executive for presentation at the Annual General Meeting each year;

VII. Act as Signing Authority;

VIII. Prepare Annual Club Budget with input from the Board Executive and the membership. The budget shall be completed by July 1st;

IX. Provide an accurate financial update at each board meeting; and

X. Collects payments from sponsors.

4.4 The Secretary shall:

I. Organize meetings and issue notices of meetings of the Society and Directors;

II. Ensure that draft minutes are prepared for all Board of Director meetings and are distributed within 2 weeks following the meeting;

III. Keep records of all proceedings, actions, and Committee meetings of the Club;

IV. Maintain and archive official files – including copies of the Constitution, Bylaws, legal Agreements with other entities, Incorporation documentation, and the Club Strategic Plan;

V. conduct the correspondence of the Society when required and completes all necessary filings with BC Societies;

VI. Organize meetings and issue notices of meetings of the Society. and Directors;

VII. Organize board meetings; and

VIII. Document significant online discussions and any motions and their results.

4.5 The Registrar shall:

I. Ensure proper registration of all swimmers and collection of registration fees in accordance with BCSSA Rules and Regulations;

II. Administer the registration process for all swimmers;

III. Along with the head coach, organize the groups and group placements; and

IV. Communicate effectively and efficiently with new families enquiring regarding joining Piranhas and registration concerns.

4.6 The Coach Liaison shall:

I. Act as a liaison between Parents, Members, Executive and Coaches;

II. Organize pool bookings;

III. Lead the Hiring Committee including job postings, interviews, and coach contracts; and

IV. Develop practice schedules with the Head Coach for Summer and Winter Programming.

4.7 The Director of Swim Meets shall:

I. Coordinate fun meets and the Annual Sprint Challenge.

II. Book Facility for Sprint Challenge

4.8 The Director of Marketing shall:

I. Coordinate all Club Sponsorships;

II. Ensure sponsorship commitments and branding is followed through;

III. Ensure Sponsorship appreciation is completed.

4.9 The Director of Fundraising shall:

I. Coordinate fundraising efforts to provide families with two opportunities during Winter Maintenance to raise funds to help offset the cost of the program.

PART 5 - MEETINGS OF MEMBERS

5.1 There are 3 types of meetings. Board Meetings, Annual General Meetings, and Special General Meetings. Meetings are defined as follows:

5.1.1 Board Meetings - Meeting of the Directors for regular operations of the club.

5.1.2 Annual General Meetings - Meeting of all Members, for the purpose of required reporting, and voting in Directors.

5.1.3 Special General Meetings - Meeting of all Members, for special business of the club.

5.2 Board meetings of the Society shall be held at the time and place, in accordance with the Societies Act.

5.3 The directors may, when they think fit, convene a Special General Meeting.

5.4 Notice of an Annual General Meeting or Special General Meeting shall specify the place, day and

hour of the meeting, and, in the case of special business, the general nature of that business.

5.4.1 For an Annual General Meeting or Special General Meeting the notice shall be not less than 2 weeks.

5.5 Notice will be given to members through the email contact provided at registration.

5.6 The accidental omission to give notice of a meeting to, or the non receipt of a notice by, any of the members to receive notice does not invalidate proceedings at that meeting.

5.7 The annual general meeting of the Society shall be held in September each year.

PART 6 - PROCEEDINGS AT GENERAL MEETINGS

- 6.1 A quorum for all general meetings shall be forty per cent (40%) of the number of director positions.
- 6.2 No business, other than the election of a Chair and the adjournment or termination of a meeting, shall be conducted at a general meeting unless a quorum is present at the commencement of the business.
- 6.3 If within fifteen (15) minutes from the time appointed for a general meeting, if a quorum is not present, no business shall be conducted at the meeting.
- 6.4 The President of the Society, the Vice-President, or in the absence of both, one of the other directors present shall preside as chair of a general meeting.
- 6.5 All directors positions of the Society present at any meeting of the members are entitled to one (1) vote each.

- 6.5.1 No member shall have more than one vote.
- 6.5.2 Voting is by show of hands.
- 6.5.3 Voting by proxy is not permitted.
- 6.5.4 Voting may be by secret ballot upon request by any director or member.

PART 7 - PROCEEDINGS AT BOARD MEETINGS

- 7.1 The directors may meet together at the places they decide to dispatch business, adjourn and otherwise regulate their meetings and proceedings as they see fit.
- 7.2 The quorum necessary to transact business shall be forty per cent (40%) of the total number of director positions of the Society.
- 7.3 The President shall be chair of all board meetings, but if at a meeting the President is not present within 15 minutes after the time appointed for holding the meeting, the Vice President shall act as chair; but if neither is present the directors present may choose another director to be chair at that meeting.
- 7.4 A director may at any time request to convene a board meeting.
- 7.5 Motions arising at a board meeting shall be decided by a majority of votes.

- 7.5.1 In case of an equality of votes the chair does not have a second tie-breaking vote.
- 7.5.2 In all instances where a vote is not unanimous either in carrying or defeating the motion, dissenting votes will be recorded.
- 7.6 When issues arise between board meetings, it shall be acceptable practice to forward motions via email to the Board. All discussions via email shall be entered into the minutes of the next board meeting. All votes must be clear otherwise the facilitator will contact any member who was vague before the votes are published.
- 7.7 Voting by proxy is not permitted.
- 7.8 A member may attend any meeting electronically and cast votes electronically.
- 7.9 Except as otherwise provided in these by-laws, all proceedings at board meetings shall be governed by Robert's "Rules of Order".

PART 8 - BORROWING

- 8.1 In order to carry out the purpose of the Society the directors may, on behalf of the Society and in the name of the Society, borrow or repay a loan.
- 8.2 No loans shall be secured without the passing of a Special Resolution.

PART 9 - BY-LAWS

- 10.1 The By-laws and Constitution shall be displayed on the club's public website.
- 10.2 These by-laws shall not be altered except by Special Resolution.