

CONSTITUTION

- 1. The name of the Society is the SUNSHINE COAST HOSPICE SOCIETY**
- 2. The purposes of the Society are:**
 - To provide compassionate hospice palliative care for those facing a life-threatening illness; to provide the necessary physical, emotional and spiritual support in order to maintain the dignity and self-worth of the individual throughout the dying process; and to offer further support to family and friends through the services of trained volunteers.**
 - To carry on any activities and develop programs related to the education of the general public of the needs and requirements of those with a life-threatening illness.**
 - To recognize the hospice palliative care gaps in the community and address them within the boundaries of the Society.**
 - To develop a system of on-going evaluation of the hospice volunteer program.**
 - To receive charitable donations, gifts, grants and fundraise to maintain and operate on a non-profit basis, the Sunshine Coast Hospice Society, administer the same, consistent with the purposes of the Society.**
- 3. The society shall be carried on without purpose of gain for its members and any profits to the Society shall be used for promoting its purposes. This provision is unalterable.**
- 4. No member of the Board shall be paid for services rendered to the Society but any member may be paid actual reasonable expenses incurred in acting as a member and for the Society. Such expenses must be authorized by the Board of Directors of the Society in advance. This provision is unalterable.**
- 5. Upon dissolution of the Society, and after payment of all costs or other debts of the Society, the remaining assets shall be distributed to another**

charitable organization operating on the Sunshine Coast, British Columbia, registered under the provisions of the Income Tax Act. The Board of Directors at the time of dissolution may determine which charitable organization shall receive such surplus assets. This provision is unalterable.

SOCIETY ACT

BY-LAWS OF SUNSHINE COAST HOSPICE SOCIETY

PART 1 - INTERPRETATION

1.1 Definitions

In these By-Laws, unless otherwise specified:

- a) "Directors" means any board member of the Society for the time being.
- b) "Society Act" means the Society Act of the Province of British Columbia from time to time and all amendments of it.
- c) "AGM" means any annual general meeting of the members.
- d) "Board" means the elected and appointed Board of Directors of the Sunshine Coast Hospice Society.
- e) "Coordinator/Executive Director/Manager" identifies the senior staff-management position of the Society. This title may vary from time to time at the discretion of the Board.
- f) "Registered Address" of a member means his address as recorded in the register of members.

1-2 Gender

In these By-Laws:

- a) Words importing the singular number include the plural and vice-versa.
- b) Words importing the neuter or masculine gender include the feminine or neuter as the context permits.
- c) The definitions in the Society Act on the date these By-laws become effective apply to these By-Laws.

PART II - MEMBERSHIP

- 2.1
 - a) The members of the Society are the applicants for incorporation of the Society and the persons, who subsequently have become members in accordance with these By-Laws and in either case, have not ceased to be members.
 - b) A person may become a member of the Society by paying the membership fee established by the Directors from year to year.
 - c) Membership shall run annually between April 1 in one year and March 31 in the subsequent year.
 - d) No partial membership fees shall be charged due to any persons who join the Society after April 1 in any year.
- 2.2 Every member shall uphold the Constitution and comply with these By-Laws.
- 2.3 All members are in good standing, except a member who has failed to pay his current annual membership fee or any other debt owing to the Society.

- 2.4 A person joining the Society shall not be entitled to vote at any meeting of the Society which is held within one month of the date the required membership is paid.
- 2.5 No person under the age of 19 years shall be admitted as a member of the Society.
- 2.6 A person shall cease to be a member:
- a) By delivering his resignation in writing to the President or by mailing or delivering it to the address of the Society; or
 - b) On his death; or in the case of a corporation, on its dissolution; or
 - c) On failure to pay annual membership dues, and those dues remain unpaid for six consecutive months from the date they are due; that is, by April 1st in any year; or
 - d) A member may be expelled from the Society where the Directors decide that the member has engaged in conduct contrary to the best interests of the Society. Any expelled member may appeal the expulsion to the AGM of the Society.
 - e) A member may be expelled by a special resolution of the members passed at a general meeting. The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion. The person who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

PART III – OFFICERS AND BOARD OF DIRECTORS

- 3.1 The affairs of the Society shall be managed by a Board of Directors in which shall be vested full control of the assets and expenditures of the Society. The Board shall have full control and management of the Society and may make rules or regulations governing its operations which are not inconsistent with the provisions of these By-Laws, or of any statute or the regulations under which the Society operates.
- 3.2 All Directors elected to the Board, who do not have a related background, shall meet with the Board President or Designate to take the Condensed Hospice Training within one year of being elected to the Board.
- 3.3 The Board of Directors shall be elected by the members of the Society as provided in these By-Laws of the Society and the number of Directors, which includes Officers, shall be composed of not less than five persons nor greater than fifteen persons, as determined by the members of this Society.
- 3.4 The Executive Officers of the Sunshine Coast Hospice Society shall consist of the following:
- a) The President.
 - b) The Vice President.
 - c) The Secretary.
 - d) The Treasurer.
- The Offices of Secretary and Treasurer may be combined.

PART IV – ELECTION OR APPOINTMENT OF OFFICERS AND DIRECTORS

4.1 Terms

Except as otherwise provided in Part IV, the term of office of each of the Directors shall be for two years and shall commence on the effective date of their election or appointment and continue until the next annual general meeting.

4.2 Where a person ceases to be a Director before the expiration of his term for any cause, the Board shall appoint a member of the Society to fill the vacancy until the date of the next Annual General Meeting at which time the Society shall elect a member to serve for the unexpired portion of the term remaining.

4.3 A person appointed to the Board to fill a Director vacancy until the date of the next Annual General Meeting shall not be deemed to have served one term, but a person elected at an Annual General Meeting to serve for the unexpired portion of a term shall be deemed to have served one term.

4.4 A Director shall be removed from office by the Board if his attendance at all meetings in one calendar year drops below seventy-five percent and/or if he misses three consecutive Board meetings without prior notification and reasonable excuse. Removal may be waived when circumstances such as illness and hospitalization have caused the absences.

4.5 No person shall be eligible for election as a Director unless he is a member of the Society, but he may be elected to membership in the Society and the Board at the same meeting.

4.6 A Director may be removed from office by a special resolution of the Society passed by seventy-five percent of the members present at a meeting of the Society, provided the notice of meeting specified that such a matter was to be placed before the members.

4.7 No employee of the Society shall be eligible to become a Director.

4.8 Re-election

All Directors are eligible for re-election.

4.9 Terms of Officers

All Officers shall be elected for two year terms.

4.7 Resignation

An Officer or Director may resign at any time. When this happens, the Board may appoint another member to fill that vacancy until the next general meeting of the Society. At the next annual general meeting, if the term of office for that Director has not expired, that member shall fill that vacancy until the original term shall expire.

PART V – PROCEEDINGS OF THE BOARD OF DIRECTORS

- 5.1 The Board of Directors shall meet at least eight times a year at such places as it thinks fit for the dispatch of business, and may conduct meetings, adjourn and otherwise regulate its meetings and proceedings as it sees fit.
- 5.2 A quorum shall be a majority of the members of the Board then in office.
- 5.3 The President shall be Chairperson of all meetings of the Board but if at any meeting the President is not present within thirty minutes after the time appointed for holding the meeting, the Vice-President shall act as Chairperson; if neither is present, the Directors present may choose one of their numbers to act as Chairperson at that meeting.
- 5.4 The Directors may, at any time, on the request of any Director convene a meeting of the Board of Directors.

PART VI – DUTIES OF OFFICERS AND DIRECTORS

- 6.1 Except as provided herein, the Officers shall be President, Vice-President, Secretary and a Treasurer, who shall be elected annually by the Board at its first regular meeting immediately following the Annual General Meeting of the Society in each year and until their successors are chosen. All Officers shall be Directors. A vacancy occurring in the post of President, Vice-President, Secretary or Treasurer shall be filled for the unexpired term by the Board.
- 6.2 The President shall:
 - a) Preside at all meetings of the Society and of the Board of Directors.
 - b) Supervise the other officers in the execution of their duties.
 - c) Be a member ex-officio of all committees except the Nominating Committee.
 - d) Exercise such authority and perform such duties as the Board shall from time to time prescribe.
 - e) Vote only in the event of a tie.
- 6.3 The Vice-President shall:
 - a) Assist the President and in his absence, possess all of the powers and perform all of the duties of the President, including presiding at meetings.
- 6.4 The Secretary shall:
 - a) Conduct the correspondence of the Society.
 - b) Issue notices of meetings of the Society and the Board.
 - c) Keep minutes of all meetings of the Society and the Board.
 - d) Make available upon request, to any qualified member, minutes of the Board meetings.
 - e) Maintain the register of members.
 - f) Have custody of the common seal of the Society.

- 6.5 The Treasurer shall:
- a) Keep such financial records, including books of account, as are necessary to comply with the Society Act.
 - b) Render financial statements to the Board, members and others when required.
 - c) Provide financial statements and reports to Revenue Canada as required.
 - d) Make an annual report in writing showing the financial condition of the Society; file the annual report required under the Society Act each year.
 - e) Have custody and control of all securities and bonds and keeps full and accurate records thereof.
- 6.6 The Directors shall:
- a) Be prepared for and attend meetings of the Board.
 - b) Serve on or otherwise contribute to any other committees or in the activities of the Society as the need arises.
- 6.7 Officer and Director Confidentiality/Code of Conduct
Upon their election or appointment to the Board, all Officers and Directors must sign a confidentiality agreement and a code of conduct agreement.

PART VII – MEETINGS

- 7.1. Annual General Meeting
- a) The Society shall convene an Annual General Meeting once in every calendar year. No business shall be conducted at a general meeting at a time when a quorum is not present.
 - b) A quorum is ten paid up members present at the meeting or such greater number as the members may determine at a general meeting.
 - c) Voting shall be by a show of hands unless a majority of the members shall determine otherwise. A member in good standing, as per Part 2.3 and 2.4, present at a meeting of members is entitled to one vote.
 - d) Not less than fourteen days, notice of a general meeting of the Society shall be given to each member either in person or by mail.
 - e) The conduct of the meeting shall conform to Robert's Rules of Order except where they conflict with the Society Act.
- 7.2 The fiscal year of the Society shall be April first to March thirty-first.
- 7.3 Special or Extraordinary General Meeting
- a) A Special General Meeting may be summoned by the President or requested in writing by any three Directors or any ten members. Every General Meeting, other than an Annual General Meeting, is a special or extraordinary General Meeting.

PART VIII - BORROWING

- 8.1 In order to carry out the purposes of the Society, the Board may, on behalf of and in the name of the Society, raise or secure the payment or repayment of money in the manner they decide, and in particular, but without limiting the foregoing, by issue of debentures.
- 8.2 No debenture may, by special resolution, restrict the borrowing powers of the Board but a restriction imposed expires at the next annual general meeting.
- 8.3 The members may by special resolution restrict the borrowing power of the Board, but a restriction imposed expires at the next annual general meeting.

PART IX – AUDIT OF ACCOUNTS

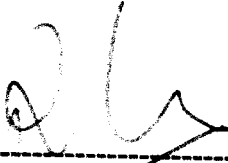
- 9.1 This part applies only where the Society is required or has resolved to have an auditor.
- 9.2 The first auditor shall be appointed by the Directors who shall also fill all vacancies occurring in the office of auditor.
- 9.3 At each Annual General Meeting, the Society shall appoint an auditor to hold office until he is re-elected or his successor is elected at the next Annual General Meeting.
- 9.4 An auditor may be removed by ordinary resolution of the Board.
- 9.5 An auditor shall be informed forthwith in writing of appointment or removal.
- 9.6 No Director and no employee of the Society shall be auditor.
- 9.7 The auditor may attend general meetings and is usually invited to annual general meetings.

PART X – BY-LAWS

- 10.1 On being admitted to membership, each member is entitled to and the Society shall give him, without charge, a copy of the Constitution and By-Laws of the Society.
- 10.2 These By-Laws shall not be altered or added to except by special resolution at a general meeting with one month's notice circulated to all members.
- 10.3 Repeal of By-Laws
With the adoption of the By-Laws, all former By-Laws are hereby repealed.

Dated: this day May 2nd, 2010

Witness to all signatures



P.E. Green
6289 Reeves Road
Sechelt, B.C.
V0N3A7

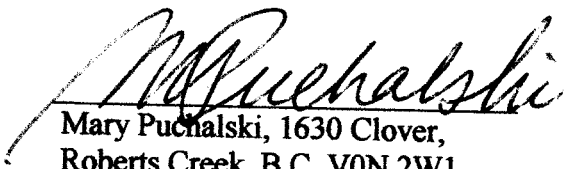
Applicants for Incorporation



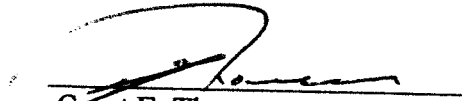
Kate Webb, 3335 Beach Ave.
Roberts Creek .
V0N 2W2



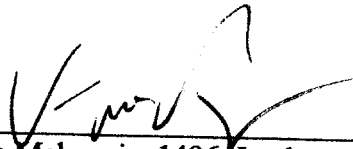
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