SOCIETY ACT

BRITISH COLUMBIA SEARCH AND RESCUE ASSOCIATION

PURPOSES

1. The purposes of the Association are:

(a) to enhance and support the delivery of a volunteer community based search and rescue service in British Columbia;

(b) to foster a beneficial working relationship between registered volunteer search and rescue service providers and the agencies responsible for SAR in British Columbia;

(c) to provide public awareness of ground and inland water search and rescue;

(d) to solicit, receive, control, administer and distribute funds, donations and gifts;

(e) to liaise between all contributors, participants and stakeholders in the ground search and rescue service;

(f) to undertake all duties and responsibilities previously held by the Provincial Search and Rescue Advisory Committee;

(g) to provide and support public prevention, education, and awareness programs which promote safe outdoor activity;

(h) to provide occupational health and safety support to registered volunteer Ground Search and Rescue Groups and volunteers;

(i) to own and dispose of property, both real and personal;

(j) to liaise and interact with SAR organizations in other provinces, countries, and at the federal/national levels;

(k) where appropriate, and where indicated by an operational needs analysis, to assist municipalities and organizations in the start-up and creation of new Ground Search and Rescue Groups; and

(l) to promote, support and assist in the development and delivery of local, regional and provincial training for all SAR volunteers.

2. In the event the Society is dissolved, all of its present and future assets, property and interests shall, after payment of all debts, be paid given and transferred to such other ground and inland water Search and Rescue charitable organization as shall be selected by the members of the society. This provision is unalterable.
Part 1 — Interpretation

1.1 (1) In these Bylaws, unless the context otherwise requires:

"Directors" means the Directors of the Association for the time being, including but not limited to Elected Directors, Executive Officers, Requesting Agency Directors, and Directors at Large and may be collectively referred to as the “Directors” or the “Board of Directors”;

“Executive Officers” means the President, Vice President, Secretary and Treasurer of the Association;

"Registered Address" of a member, means that members address as recorded in the register of members;

“Requesting Agency” means any organization or government agency with the legal or designated authority to task out land and inland water SAR resources in British Columbia. Each Requesting Agency may designate a representative to represent their interests on the Association as an Agency Member and as a Requesting Agency Director;

“SAR Advisory” means the Provincial Search and Rescue Advisory Committee that was a Committee of government created amongst the Search and Rescue stakeholders to advise the Provincial Emergency Program and the Ministry of Attorney General on matters of Search and Rescue policy and was the predecessor of this Association;

“Search and Rescue Group” or “SAR Group” means a community based volunteer search and rescue organization, incorporated or otherwise, that is recognized as a Search and Rescue Group or an Initial Response Team by the Provincial Emergency Program to perform Search and Rescue operations under a task number issued by the province of British Columbia;

“SAR”, “Search and Rescue” and “Search & Rescue” means ground and inland water search and rescue within the Province of British Columbia, Canada including operations and activities conducted by Search and Rescue Groups in support of air and marine search and rescue operations and activities and other operations in support of local government emergencies;

"Society Act" means the Society Act, R.S.B.C. of the Province of British Columbia from time to time in force and all amendments to it; and
“Supporting Agency” means any organization or government agency that provides support to the Search and Rescue service in British Columbia. Each Supporting Agency may designate a representative to represent their interests on the Association as an Agency Member but not as a Requesting Agency Director.

1.2 Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.

1.3 The definitions in the Society Act on the date these Bylaws become effective apply to these Bylaws.

1.4 “Society” and “Association” may be used interchangeably in this document when referring to the British Columbia Search and Rescue Association;

Part 2 — Membership

2.1 There shall be five categories of membership in the Association as follows;

(a) SAR Group Member – a Search and Rescue Group, as defined above (A list of the SAR Groups recognized by the Provincial Emergency Program as of the date of the latest amendment of these Bylaws is attached as Appendix A).

(b) Associate Individual Member – every volunteer registered with a SAR Group in British Columbia is automatically an Associate Individual Member, otherwise, any other person may apply to the Directors for membership in the Association and on acceptance by the Directors is an Associate Individual Member.

(c) Associate Organizational Members - An organization (including businesses) may apply to the Directors for membership in the Association and on acceptance by the Directors is an Associate Organizational Member.

(d) Honourary Member - the Board of Directors may, by way of a special resolution, grant an Honourary lifetime membership to a person and/or organization (including a business).

(e) Agency Member – Each Supporting Agency and Requesting Agency is an Agency Member. A Supporting Agency’s representative is, upon application, accorded the privileges of that membership to represent that Agency’s interests.

2.2 An Associate Individual Membership in the Association shall be accorded to any person who serves as a Director or Executive Officer of the Association for so long as that person is a Director and/or Executive Officer.

2.3 Every member must uphold the constitution and comply with these Bylaws.

Part 3 – Termination of Membership

3.1 A person or organization ceases to be a member of the Association

(a) by delivering a resignation in writing to the Secretary of the Association or by mailing or delivering it to the address of the Association,
(b) on his or her death or, in the case of a corporation, on dissolution,
(c) on being expelled, or
(d) on having been a member not in good standing for 12 consecutive months.
(e) An Associate Individual Member who ceases to be a registered member of a Search and Rescue Group, as defined above, shall cease to be an Associate Individual Member, but may apply to be reinstated as an Associate Individual Member.

3.2 (1) A member may be expelled by a special resolution of the Directors passed at a Directors meeting by no less than a 3/4 majority of those Directors who cast votes at the meeting.

(2) The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.

(3) The person or organization who is the subject of the proposed resolution for expulsion must;

(a) with adequate advance notice be provided with all relevant information and evidence relating to the allegations supporting the reasons for the proposed expulsion; and

(b) be given a full and fair opportunity to be heard at the Directors meeting and to fully and completely answer the allegations before the special resolution is put to a vote.

3.3 All members are in good standing except a member who has failed to pay their current membership fee, or any other subscription or debt due and owing by the member to the Association, and the member is not in good standing so long as the obligation remains unpaid.

Part 4 - Dues

4.1 The amount, and frequency of collection, of membership dues, if any, may be determined by the Directors.

4.2 All Directors and Executive Officers will not be required to pay membership fees of any kind for the duration of their term in office.

4.3 If there is a fee set for an Associate Individual Membership then each Search and Rescue Group may block-register their entire membership at a reduced group rate.

Part 5 — Meetings of Members

5.1 General meetings of the Association must be held at the time and place, in accordance with the Society Act, that the Directors decide.

5.2 Every general meeting, other than an annual general meeting, is an extraordinary general meeting.

5.3 The Directors may, when they think fit, convene an extraordinary general meeting.
5.4 (1) Notice of a general meeting must specify the place, day and hour of the meeting, and, in case of special business, the general nature of that business.

(2) 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.

5.5 The first annual general meeting of the Association must be held not more than 15 months after the date of incorporation and after that an annual general meeting must be held at least once in every calendar year and not more than 15 months after the holding of the last preceding annual general meeting.

Part 6 — Proceedings at General Meetings of the Membership

6.1 Special business is

(a) all business at an extraordinary general meeting, and

(b) all business conducted at an annual general meeting, except the following:

(i) the adoption of an agenda;

(ii) the consideration of the financial statements;

(iii) the report of the President;

(iv) the report of the auditor, if any;

(v) the election of Directors;

(vi) the appointment of the auditor, if required;

(vii) the other business that, under these Bylaws, ought to be conducted at an annual general meeting, or business that is brought under consideration by the report of the President issued with the notice convening the meeting.

6.2 (1) No business, other than the election of a chair and the adjournment or termination of the meeting, must be conducted at a general meeting at a time when a quorum is not present.

(2) If at any time during a general meeting there ceases to be a quorum present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

(3) A quorum is 3 voting members present or a greater number that the members may determine at a general meeting.
6.3 If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of members, must be terminated, but if not convened on the requisition of members, it must 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 then present will constitute a quorum.

6.4 Subject to bylaw 6.5, the President of the Association, the Vice President or, in the absence of both, one of the other Directors present, must preside as chair of a general meeting.

6.5 If at a general meeting

(a) there is no President, Vice President or other Director present within 15 minutes after the time appointed for holding the meeting, or

(b) the President and all the other Directors present are unwilling to act as the chair, the members present must choose one of their number to be the chair.

6.6 (1) A general meeting may be adjourned from time to time and from place to place, but business must not be conducted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(2) When a meeting is adjourned for 10 days or more, notice of the adjourned meeting must be given as in the case of the original meeting.

(3) Except as provided in this bylaw, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned general meeting.

6.7 (1) All resolutions proposed at a meeting must be seconded, and the chair of a meeting may not move or propose a resolution.

(2) All resolutions, other than those items listed in Bylaw 6.1 (b) (i) to (vi), can be voted on only by members who are also Elected Directors, Executive Officers and Requesting Agency Directors and at any general meeting that is not an annual general meeting.

(3) Any member in good standing of the Association may propose a resolution respecting the Association’s constitution and/or Bylaws at an annual general meeting.

(i) All resolutions respecting the constitution and/or Bylaws must be submitted in writing and received by the Association Secretary no later than March 15 in the year that the annual general meeting is held.

(ii) All such resolutions may also be submitted to, and modified by, a Constitution and Bylaws Committee for the purpose of refining the resolution to ensure that its language is accurate and precise and that the resolution addresses any consequential amendments that may arise from its substance.

(iii) A resolution respecting the Constitution and/or Bylaws requires a 3/4 majority of those votes cast in order to pass.
(4) Only in the case of a tie vote, will the chair be then entitled to cast a vote.

6.8 (1) The voting privileges of members are as follows;

(a) Except as may be otherwise provided by these Bylaws, a SAR Group Member is entitled to vote only in the election of its Elected Director.

(b) Otherwise, the Elected Directors, the Requesting Agency Directors, and the Executive Officers shall, in their representative capacities, be the only members entitled to cast votes at members meetings; and

(c) No other members are accorded voting privileges.

(2) Unless otherwise stated in these Bylaws, voting by members is by show of hands, or by secret written ballot, or by mailed ballot in accordance with the procedures set by the Directors.

(3) Where approved by the Directors a vote by any one or more of the Directors may be made by e-mail or telephone.

6.9 The rules of order for the Association will be “Call to Order” authored by Herb Perry except where they may conflict with the provisions of these Bylaws and, where they so conflict, the Bylaws shall prevail.

6.10 The Association has adopted a tiered representation system for voting. Except as is otherwise provided by these Bylaws, individual SAR volunteers are represented by their SAR Group Members which in turn are represented at General Meetings of the members by the Elected Director for their geographic area. The Elected Directors represent the interests of all members within their geographic areas and cast their votes on the members’ behalf in accordance with their best judgement.

Part 7 – Elections of Elected Directors

7.1 All Associate Individual Members are eligible to be elected as Elected Directors of the Association.

7.2 Elections of the Elected Directors of the Association shall, where possible, be staggered in order that the business of the Association may continue in an effective manner. In PEP Regions with two or more Directors, not all Directors for that PEP Region shall stand for election in the same year unless made necessary by a simultaneous by-election.

7.3 Individual Search and Rescue Groups and Initial Response Teams may determine for themselves a fair process by which they will select the candidate for whom they will cast their ballot.

7.4 Separate elections must be held for each office to be filled.

7.5 An election may be by acclamation, otherwise it must be by secret written or electronic ballot.
In Provincial Emergency Program Regions that have two or more Elected Directors, only the SAR Group Members listed in the geographic area designated to be represented by an Elected Director position shall be eligible to vote for a candidate running for that Elected Director position.

The Directors will establish the remaining policies and procedures by which the nominations and elections of Elected Directors will take place.

**Part 8 – Elections of Executive Officers**

8.1 All Associate Individual Members are eligible to be elected as an Executive Officer of the Association.

8.2 Only the Elected Directors and Requesting Agency Directors may vote in the elections for the Executive Officers.

8.3 Separate elections must be held for each office to be filled.

8.4 An election may be by acclamation, otherwise it must be by an open written or electronic ballot.

8.5 The elections for the Executive Officers shall be by way of an open vote with the record of specific votes cast to be published by the Association on its website and otherwise made available to the membership as determined by the Directors.

8.6 The Directors will establish the remaining policies and procedures by which the nominations and elections of the Executive Officers will take place.

**Part 9 - Directors and Officers**

9.1 The Directors may exercise all the powers and do all the acts and things that the Association may exercise and do, and that are not by these Bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Association in a general meeting, but subject, nevertheless, to

(a) all laws affecting the Association,

(b) these Bylaws, and

(c) rules, not being inconsistent with these Bylaws, that are made from time to time by the Association in a general meeting.

9.2 No rule, made by the Association in a general meeting, invalidates a prior act of the Directors that would have been valid if that rule had not been made.

9.3 (1) The Executive Officers, the Elected Directors, the Requesting Agency Directors, and the Directors at Large are the Directors of the Association.

(2) Each Requesting Agency is entitled to designate a representative to act as a Requesting Agency Director on the Board of Directors.
(3) The Directors may, from time to time, appoint any person a non-voting Director at Large for such period of time as they deem appropriate.

9.4 (1) Elected Directors shall serve for a length of term that is from time to time established by the Directors, but in any event any one term shall not exceed a maximum of 4 years.

(2) Executive Officers shall serve for a term that is, from time to time, established by the Directors.

(3) The Elected Directors must retire from office at the commencement of the Annual General Meeting of the year in which their successors are elected.

(4) If a successor is not elected, the person previously elected or appointed continues to hold office.

9.5 (1) The Directors may at any time and from time to time appoint an Associate Individual Member as a temporary Director to fill a vacancy in the Elected Directors.

(2) A temporary Director so appointed holds office only until the next upcoming Annual General Meeting in which a by-election can reasonably be held in time to be completed prior to the upcoming Annual General Meeting to elect a successor to complete the term of office.

(3) The by-election will be held to fill the vacancy in accordance with the policies as established by the Directors.

9.6 (1) The Directors may at any time and from time to time appoint a person a temporary Executive Officer (other than the President) to fill a vacancy in the Executive Officers.

(2) A temporary Executive Officer so appointed holds office only until the next upcoming Annual General Meeting in which a by-election can reasonably be held in time to be completed prior to the upcoming Annual General Meeting to elect a successor to complete the term of office.

(3) The by-election will be held to fill the vacancy in accordance with the policies as established by the Directors.

(4) In the case of a vacancy in the office of President the remaining executive officers, in their line of succession, shall act as President until a by-election can be held.

9.7 An act or proceeding of the Directors is not invalid merely because there are less than the prescribed number of Directors in office.

9.8 A majority of SAR Group Members from an Elected Director’s geographic area may propose a special resolution to remove their Elected Director before the expiration of his term of office, and, if the resolution is successful, there will be a vacancy to be filled in accordance with these Bylaws.

9.9 A majority of Requesting Agency Directors and Elected Directors may propose a special resolution to remove an Executive Officer before the expiration of his term of office.
office, and, if the resolution is successful, there will be a vacancy to be filled in accordance with these Bylaws.

9.10  A Director must not be remunerated by the Association for being or acting as a Director but a Director, other than a Requesting Agency Director, must be reimbursed for all expenses necessarily and reasonably incurred by the Director while engaged in the affairs of the Association. A Requesting Agency Director may be reimbursed for expenses incurred on behalf of the Association if the Directors consider such reimbursement to be reasonable and appropriate under the circumstances.

9.11  The number of Elected Directors and their geographic boundaries will be designated in a manner designed to give members of the Association approximately equal access to the Association and its business, and will be initially based upon the Regions identified by the Provincial Emergency Program and may be amended from time to time by the Directors.

(a) Each Elected Director will represent a specified list of SAR Groups in their geographic region as determined by the Directors;

9.12  There is no maximum number of terms that may be served by an Elected Director, a Requesting Agency Director or an Executive Officer.

Part 10 — Proceedings of Directors

10.1  (1) The Directors may meet at the places they think fit to conduct business, adjourn and, subject to the Rules of Order and these Bylaws, otherwise regulate their meetings and proceedings, as they see fit.

(2) The Directors may from time to time set the quorum necessary to conduct business, and unless so set the quorum is a majority of the Directors then in office.

(3) The President is the chair of all meetings of the Directors, but if at a meeting the President is not present within 30 minutes after the time appointed for holding the meeting, the Vice President must act as chair, but if neither is present the Directors present may choose one of their number to be the chair at that meeting.

(4) A Director may at any time, and the Secretary, on the request of a Director, must, convene a meeting of the Directors.

10.2  (1) The Directors may delegate any, but not all, of their powers to Standing Committees or Ad Hoc Committees consisting of a Director, Directors, or others, as they think fit.

(2) A Committee so formed in the exercise of the powers so delegated must conform to any rules imposed on it by the Directors, and must report every act or thing done in exercise of those powers to the earliest meeting of the Directors held after the act or thing has been done.

10.3  The Association shall maintain and support the following Standing Committee’s:

(1) The Executive Committee, which unless otherwise determined by the Executive Committee from time to time, shall be chaired by the President;
(2) The Finance Committee, which shall be chaired by the Treasurer; and

(3) The Training Committee which shall be chaired by a Director appointed by the Directors.

10.4 The Board may also create Ad Hoc Committees.

10.5 The Terms of Reference for each Committee may be determined by the Directors as and when required.

10.6 The chair of each Committee will normally be designated on the creation of the Committee, but if no chair is designated, or if at a meeting the chair is not present within 30 minutes after the time appointed for holding the meeting, the Directors present who are members of the Committee must choose one of their number to be the chair of the meeting.

10.7 The members of a Committee may meet and adjourn as they think proper including meetings by telephone conference or other electronic means that allows full oral participation.

10.8 For a first meeting of Directors held immediately following the appointment or election of a Director or Directors at an annual or other general meeting of members, or for a meeting of the Directors at which a Director is appointed to fill a vacancy in the Directors, it is not necessary to give notice of the meeting to the newly elected or appointed Director or Directors for the meeting to be constituted, if a quorum of the Directors is present.

10.9 A Director who may be absent temporarily from British Columbia or is otherwise unable to attend a Directors meeting may send or deliver to the address of the Association a waiver of notice, which may be by letter, telegram, telex, e-mail or cable, of any meeting of the Directors and may at any time withdraw the waiver, and until the waiver is withdrawn,

(a) a notice of meeting of Directors is not required to be sent to that Director, and

(b) any and all meetings of the Directors of the Association, notice of which has not been given to that Director, if a quorum of the Directors is present, are valid and effective.

10.10 Where reasonably practical and cost effective, and at the advance discretion of the President, any Directors meeting may occur by telephone conference or other electronic means that allows full oral participation.

10.11(1) Questions arising at a meeting of the Directors and Committees must be decided by a majority of votes.

(2) In the case of a tie vote the chair has a deciding vote.

10.12 All resolutions proposed at a meeting of Directors or Committees must be seconded, and the chair of a meeting may not move or propose a resolution.
10.13 A resolution in writing, signed by all the Directors, confirmed by the Secretary, and placed with the minutes of the Directors, is as valid and effective as if regularly passed at a meeting of Directors.

**Part 11 — Duties of Executive Officers and Directors**

11.1 (1) The principal roles of all Executive Officers and Directors of BCSARA shall be as follows, with additional collective and individual duties to be established by the Directors from time to time:

(a) conduct the business of the Association;

(b) provide a liaison between the Association, the SAR Groups, its volunteers and local Agencies;

(c) attend Association meetings;

(d) where eligible, cast votes which are in the best interest of all Association partners, including volunteers, user agencies, search subjects and the public of British Columbia;

(e) meet with volunteer SAR Groups in the province in order to provide a visible link between groups and the Association’s officers and Directors; and

(f) conduct SAR reviews as appropriate.

(2) The order of succession for the Association shall be President, Vice President, Treasurer, and Secretary followed by a representative selected by the Directors.

(3) There will be one President of BCSARA. The President shall:

(a) preside over all meetings of the Association and of the Directors;

(b) be the chief executive officer of the Association and shall supervise the other Executive Officers in the execution of their duties;

(c) supervise Association elections (other than that for President or for other positions for which he is a candidate);

(d) chair Association meetings at which he/she is present;

(e) approve the agenda for all meetings;

(f) speak officially for the Association;

(g) have signing authority for Association cheques;

(h) sign official correspondence and documents except those which are required to be signed by the Treasurer or the Secretary;

(i) delegate responsibilities and duties to other Executive Officers and Directors;
serve for a term prescribed in the Bylaws unless circumstances preclude completing a term;

have no vote except to resolve a tie vote; and

be an ex-officio member of all Committee’s.

(4) There will be one Vice President of BCSARA. The Vice President shall:

(a) carry out the duties of the President during the President’s absence;

(b) supervise all appointed Directors at Large;

(c) supervise Association elections for the position of President (unless he is a candidate);

(d) supervise all Committees;

(e) have voting privileges at Association meetings; and

(f) serve for a term prescribed in the Bylaws unless circumstances preclude completing a term.

(5) There will be one BCSARA Secretary. The Secretary shall:

(a) conduct the correspondence of the Association;

b) issue notices of meetings of the Association and Directors;

(c) keep minutes of all meetings of the Association and Directors;

(d) supervise custody of all records and documents of the Association except those required to be kept by the Treasurer;

(e) ensure that appropriate filings are made with the Corporate Registry of British Columbia and Industry Canada (or their successors) as may be necessary to maintain the corporate and charitable status of the Association with those agencies;

(f) have signing authority for Association cheques;

(g) assist in conducting Association elections and supervise those for which the President or Vice President are in conflict for supervising);

(h) have voting privileges at Association meetings;

(i) serve for a term prescribed in the Bylaws unless circumstances preclude completing a term;

(j) maintain the register of members of the Association; and
(k) sign general correspondence and reply to general questions except for official documents requiring the signature of the President and financial documents requiring the signature of the Treasurer.

(6) There will be one BCSARA Treasurer. The Treasurer shall:

(a) be responsible for the administration of the financial responsibilities of the Association;

(b) keep the financial records, including books of account, necessary to comply with the Society Act and, when necessary, in accordance with generally accepted accounting principles;

(c) render financial statements to the Directors, membership and others when required;

(d) pay all bills of the Association;

(e) reimburse Executive Officers, Elected Directors, and Requesting Agency Directors for approved expenses;

(f) ensure that appropriate financial filings are made with response to the Association’s status as an Association and a charitable organization;

(g) have signing authority for Association cheques;

(h) have voting privileges at Association meetings; and

(i) serve for a term prescribed in the Bylaws unless circumstances preclude completing a term.

11.2 The offices of Secretary and Treasurer may be held by one person who is to be known as the Secretary-Treasurer.

11.3 In the absence of the Secretary from a meeting, the Directors must appoint another person to act as secretary at the meeting.

11.4 There shall be as many Elected Directors as will be established from time to time by the Association. Elected Directors shall:

(a) liaise with those BCSARA SAR Groups and SAR volunteers in communities within their assigned geographic areas;

(b) liaise with Agency representatives within their assigned geographic areas;

(c) distribute correspondence to SAR Groups within their geographic areas;

(d) serve on Association sub-Committees as assigned by the Association President;

(e) have voting privileges at Association meetings; and

(f) serve for a term prescribed in the constitution unless circumstances preclude completing a term.
11.5 Any Agency that has the legal or designated authority to task a SAR Group to a SAR operation is eligible to assign a representative to be a Requesting Agency Director of the Association. Requesting Agency Directors shall:

(a) be a Requesting Agency Director of the Association for as long as they represent their Agency;

(b) provide a direct liaison between the Agency and the Association;

(c) liaise with their local Agency representatives in the Province;

(d) make representation to senior management of their Agency regarding policy which benefits Search and Rescue;

(e) have voting privileges at Association meetings; and

(f) serve at the pleasure of their Agency.

11.6 There shall be as many Directors at Large as will be established from time to time by the Association. Directors at Large shall:

(a) be any person nominated by the President after receiving input from the Directors of the Association and subsequently appointed by the Directors;

(b) lead specific Association projects or agendas;

(c) serve at the pleasure of the Association for an indeterminate term of office;

(d) report to the Association Vice President;

(e) be eligible to hold Director at Large status more than once; and

(f) have no voting privileges.

11.7 There shall be one Past President. The Past President shall:

(a) provide sober second thought on all amendments to the BCSARA constitution and Bylaws;

(b) serve until the next following Past President is named;

(c) have no voting privileges;

(d) be entitled to be introduced and recognized at any Association meeting they attend; and

(e) perform such other duties acceptable to the Past President as may be determined by the Directors from time to time.
11.8 There shall be a Roll of Emeritus for the Association. There shall be as many members of the Roll as are nominated by the Association or appointed by these Bylaws. The Roll of Emeritus shall:

(a) be an honorary position;

(b) consist of all former Executive Officers and Directors in good standing of the Association and the former SAR Advisory as well as any person or entity voted by the Directors of being worthy of inclusion;

(c) have no voting privileges;

(d) be included in any written history of the Association; and

(e) be entitled to be introduced and recognized at any Association meeting they attend.

**Part 12 - Seal**

12.1 The Directors may provide a common seal for the Association and may destroy a seal and substitute a new seal in its place.

12.2 The common seal must be affixed only when authorized by a resolution of the Directors and then only in the presence of the persons specified in the resolution, or if no persons are specified, in the presence of the President and Secretary or President and Secretary Treasurer.

**Part 13 - Financial**

13.1 With the consent of the majority of the Directors and officers, individual Directors and Executive Officers may enter into contracts, incur debt or obligation on behalf of the society, or to pledge the credit of the society.

13.2 The Society may, from time to time as required, appoint such bank, trust company or other financial institution or institutions to act as the society’s banker.

13.3 The Society may maintain such bank account or accounts and such term deposits or other financial instruments with such signing officers as may from time to time be authorized by the Directors.

13.4 The members may, by special resolution, restrict the borrowing powers of the Directors, but such a restriction expires at the next annual general meeting.

**Part 14 - Auditor**

14.1 This Part applies only if the Association is required or has resolved to have an auditor.

14.2 The first auditor must be appointed by the Directors who must also fill all vacancies occurring in the office of auditor.
14.3 At each annual general meeting the Association must appoint an auditor to hold office until the auditor is re-elected or a successor is elected at the next annual general meeting.

14.4 An auditor may be removed by ordinary resolution.

14.5 An auditor must be promptly informed in writing of the auditor's appointment or removal.

14.6 No Director or employee of the Association shall be its auditor.

14.7 The auditor may attend general meetings.

**Part 15 - Notices to Members**

15.1 A notice may be given to a member, either personally, by mail, or by e-mail to the member at the member's registered address or e-mail address.

15.2 A notice sent by;

(a) mail is deemed to have been given on the second day following the day on which the notice is posted, and in proving that notice has been given, it is sufficient to prove the notice was properly addressed and put in a Canadian post office receptacle.

(b) e-mail shall be deemed to have been given on the first day following that on which the notice is posted, and in providing that notice has been given it is sufficient to prove the notice was properly sent via electronic means and that no subsequent notice was received indicating that the e-mail could be not or was not delivered. It is also necessary that the notice be prominently posted by the Secretary on the BCSARA website.

15.3 (1) Notice of a general meeting must be given to

(a) every Director and SAR Group shown on the register of members on the day notice is given, and

(b) the auditor, if Part 10 applies.

(2) No other person is entitled to receive a notice of a general meeting.

**Part 16 - Bylaws**

16.1 On being admitted to membership, each member is entitled to, and, if requested, the Association must give the member without charge, a copy of the Constitution and Bylaws of the Association.

16.2 These Bylaws must not be altered or added to except by special resolution.