



**ASSOCIATION OF KOOTENAY AND BOUNDARY  
LOCAL GOVERNMENTS**

**CONSTITUTION AND BYLAWS**

**APRIL 28, 2016**

**ASSOCIATION OF KOOTENAY AND BOUNDARY  
LOCAL GOVERNMENTS**

**CONSTITUTION AND BYLAWS**

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**ASSOCIATION OF KOOTENAY AND BOUNDARY  
LOCAL GOVERNMENTS**

**CONSTITUTION AND BYLAWS**

**AMENDED AND APPROVED BY THE MEMBERSHIP**

**APRIL 28, 2016**

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**CONSTITUTION**

**1. NAME:**

- 1.1 The organization shall be known for all purposes as the Association of Kootenay and Boundary Local Governments.

**2. PURPOSES:**

The purposes of the Association are:

- 2.1 To represent in one organization all Municipalities and Regional Districts in the Kootenay and Boundary area and any other elected local government that becomes a member;
- 2.2 To provide leadership and take initiatives on behalf of the membership;
- 2.3 To promote and advance to the Union of British Columbia Municipalities (UBCM) on behalf of the membership proposed changes in legislation, regulations or Government policy;
- 2.4 To deal with Senior Governments directly on matters of interest to the Association;
- 2.5 To coordinate communications between members and the other Area Local Governments.
- 2.6 To work in cooperation with other Area Local Government -Associations;
- 2.7 To hold meetings in order for the members to discuss, inform and develop resolution on the above, or any other subject brought before the Association.

**3. MEMBERSHIP:**

- 3.1 All Cities, Towns, Villages and District Municipalities, Regional District Electoral Areas within the Central Kootenay, Kootenay Boundary and East

Kootenay Regional Districts and any other elected Local Governments are eligible for membership in the Association.

**4. DISSOLUTION:**

- 4.1 In the event that the Association should at any time be wound up or dissolved the remaining assets, after payment of all debts and liabilities, shall be turned over to a recognized charitable organization in the Province of British Columbia as directed by a prior special resolution of the regular members. This provision is unalterable.

**ASSOCIATION OF KOOTENAY AND BOUNDARY  
LOCAL GOVERNMENTS**

**BYLAWS**

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Here set forth, in numbered clauses are bylaws of the Association.

**PART 1            INTERPRETATION**

1.1            In these bylaws, unless the context otherwise requires:

- a)            “Association”            shall mean the Association of Kootenay and Boundary Local Governments
- b)            “Bylaw”                    shall mean a Bylaw of the Association
- c)            “Delegate”                shall mean a Representative who is in attendance and eligible to vote at Association meetings by virtue of the Member having paid its annual membership fee as well as the annual meeting registration fee having been paid.
- d)            “Executive”                shall mean the President, Vice-President, immediate Past President and six (6) Directors
- e)            “Member”                 shall mean a Municipality or Regional District established within the membership area defined in Article 3 of the Constitution and which has paid the assessed membership dues
- f)            “Officers”                 shall mean the President, Vice-President, Past-President/or one other Director appointed by the Executive, and Secretary-Treasurer.
- g)            “Representative”         shall mean an elected official of a Member

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

## **PART 2            MEMBERSHIP**

- 2.1            All Municipalities and Regional Districts of the area defined in Article 3 of the Constitution shall be eligible for and obtain membership status in the Association upon payment of the annual membership fee.
- 2.2            All elected officials of the Member shall be entitled to have a voice and vote at Annual General and Extraordinary Meetings of the Association.
- 2.3            Staff of the Member shall be entitled to attend the meetings but shall not be entitled to vote.
- 2.4            Every Member and Representative shall comply with the Constitution and Bylaws of the Association and its rules and policies.

## **PART 3            LIFE MEMBERSHIP**

- 3.1            Life Memberships may be granted by the Executive to persons who have held position(s) on the Executive of the AKBLG and/or to persons who have contributed extra-ordinarily to local government.
- 3.2            The person being presented a Life Membership shall be so advised by the President.
- 3.3            All Life Memberships shall be presented at the Annual General Meeting after the installation of the President-Elect.
- 3.4            Life Members shall have the privilege of the floor but shall not be entitled to vote unless the Life Member has been elected to office under the conditions set out in the *Local Government Act*.
- 3.5            Registration fees for the Annual General Meeting shall be waived for Life Members who are no longer serving as elected officials.
- 3.6            Past Presidents of the Association shall be Life Members.

## **PART 4            OFFICERS**

- 4.1            The officers of the Association shall consist of a President, Vice-President, Past President/or one other director appointed by the Executive, and Secretary-Treasurer.
- 4.2            The Secretary-Treasurer shall be appointed by the Executive.
- 4.3            When the office of the President becomes vacant, it shall be filled by the Vice-President.

4.4 In the absence of the President, the Vice-President will represent the Association at the Union of British Columbia Municipalities.

## **PART 5 EXECUTIVE**

5.1 There shall be an Executive Committee consisting of the following voting members:

President	immediate Past President
Vice-President	six (6) Directors

5.2 The members of the Executive Committee, with the exception of the immediate Past President, shall be elected at the Annual General Meeting, and Executive members shall assume their respective positions immediately prior to the adjournment of the Annual General Meeting at which they are elected.

5.3 The Executive Committee shall appoint an Election Officer no less than ninety (90) days prior to the Annual General Meeting.

5.4 The Election Officer shall not be an elected official of any Member.

5.5 The Election Officer shall be conferred the duties and powers to govern, regulate, and conduct the election.

5.6 The term of Director shall be two (2) years except where clause 5.6 (ii) applies.

(i) The Directors' terms shall be staggered so that in alternating years first the President, Vice President and two (2) Directors, and then four (4) Directors' positions will be up for election at the Annual General Meeting.

(ii) Where the number of vacancies on the Board exceeds four (4) as required in 5.6 (i) above, after the election, the length of term each newly elected director shall serve, so as to comply with 5.6 (i) above, shall be determined by giving the newly elected Director with the most votes first choice of length of term, and the one with the next highest number of votes the next choice and so on.

(iii) Following the term of President, the immediate Past President shall serve an additional term of two (2) years.

5.7 In the event of a vacancy occurring in the Executive, such vacancy may be filled by a vote of the Executive, only until the next Annual General Meeting.

5.8 Executive members hold office only while they remain elected Representatives of a Member of the Association.

5.9 A quorum at Executive meetings shall be five (5) members of the Executive.

- 5.10 Meetings of the Executive are at the call of the President or any two (2) Executive members in print. Meetings of the Executive may be called by any three (3) member Municipalities/Regional Districts by a resolution of their respective Council/Board.
- 5.11 A member of the Executive who misses two (2) consecutive meetings without first having provided in print to the President an explanation which is acceptable to the Executive for being absent, shall be deemed to have vacated his position on the Executive.
- 5.12 There shall be two (2) Standing Committees as follows:  
Resolution Committee  
Nomination and Election Committee
- 5.13 The President shall, within ninety (90) days after the Annual General Meeting, appoint members of the Executive to a Standing Committee.
- 5.14 The Association shall pay the expenses of the Executive incurred on authorized business of the Association, except for attendance at the Annual General Meeting.
- 5.15 No Select or Standing Committee of the Association shall constitute an Executive quorum of voting members.

## **PART 6 DUTIES, POWERS AND MEETINGS OF THE EXECUTIVE**

### **DUTIES**

- 6.1 The Executive shall manage the affairs of the Association and shall report all the transactions of the year to the Annual General Meeting.
- 6.2 The Executive shall have the duty to promote and support the will of the Association as expressed by resolution at any of its meetings.

### **POWERS**

- 6.3 The Executive shall have the power to make expenditures in order to carry out the day to day business of the Association.
- 6.4 The Executive may appoint Select Committees and define the purpose, powers and duties of each Select Committee.



6.5 The Executive shall establish the terms of reference and operational procedures for both Standing and Select Committees with same to be included in the Association's Policy Manual.

6.6 The Executive shall maintain or cause to be maintained by the Secretary-Treasurer the Association's Policy Manual.

6.7 The Executive shall have the power to establish and charge registration fees for conventions, conferences, seminars, workshops and other similar activities sponsored by the Association.

6.8 The Executive may provide complimentary registration and delegate packages to the following individuals:

- 1) Life Members (no longer in office);
- 2) Cabinet Ministers;
- 3) Members of the Legislative Assembly;
- 4) British Columbia Members of Parliament;
- 5) Fraternal Associations – the President or designate of
  - Union of British Columbia Municipalities;
  - Other British Columbia area associations.
- 6) Corporate Sponsors;

Complimentary registrants are required to pay their own travel and accommodation expenses. Such complimentary registration does not extend to partners.

6.9 The Executive may call into consultation any person who is an official of a Member.

## **MEETINGS**

6.10 The Executive shall meet at least six (6) times per year with one (1) meeting held immediately prior to and one (1) meeting held immediately following the Annual General Meeting:-

## **PART 7 NOMINATIONS AND ELECTION OF EXECUTIVE**

### **NOMINATIONS**

7.1 The President shall appoint a Nomination Committee. The Committee shall consist of three (3) members of the Executive. The Committee shall elect a Chair from amongst its members.

- 7.2 The role of the Nomination Committee is to seek candidates for the election at the Annual General Meeting.
- 7.3 In making its recommendation with regard to candidates for the Executive, the Nomination Committee shall take into consideration equal area representation as defined in Article 3 of the Constitution.
- 7.4 The Chair of the Nomination Committee, during the first business session of the Annual Meeting, shall place in nomination to the Election Officer the recommendations for the positions of election of four (4) or more Executive positions. The Election Officer shall call for nominations from the floor for each of these positions, in addition to the names recommended by the Nomination Committee.
- 7.5 If, at the close of nominations, only (1) candidate for each position stands validly nominated, the Election Officer shall proclaim the candidate elected.
- 7.6 If, at the close of the nominations, more than one (1) candidate for either position stands validly nominated, the Election Officer shall cause an election to be held on the morning of the second day of the Annual General Meeting.
- 7.7 In the event that a Director of the Executive wishes to run for the position of President or Vice President, the Election Officer shall hold that election and declare the results prior to closing nominations for the position of Director.
- 7.8 If the Director is unsuccessful in their bid for higher office they shall retain the seat of Director for the remainder of their term.

## **PART 8            MEETINGS**

- 8.1 The President, or in his absence the Vice President, shall preside at all meetings of the Association but the Chair may be delegated to a member of the Executive for particular business.
- 8.2 The Annual General Meeting of the Association shall be held during the month of April, in each year. The Annual General Meeting shall be a minimum of two (2) days.
- 8.3 Notice of the Annual General Meeting shall be given to all member municipalities and regional districts ninety (90) days in advance.
- 8.4 Any representative who is a Delegate and possesses a valid voting card shall be entitled to participate in debate and vote on any matter before the meeting. Votes will be cast on the basis of one (1) vote per Delegate present. There will be no proxy voting.

- 8.5 Other than Committee Meetings, twenty (20) Representatives shall constitute a quorum at meetings of the Association.
- 8.6 While an invitation to host the next Annual General Meeting will be accepted during the closing ceremonies, location of the Annual General Meeting shall be determined by ordinary resolution. The dates of the next Annual Meeting shall be determined by the Executive.

## **PART 9 FINANCES**

- 9.1 The fiscal year of the Association shall be from January 1 to December 31
- 9.2 The President, Vice-President, Secretary-Treasurer and one (1) other member of the Executive appointed by the Executive shall be signing authorities for the Association. Any two (2) of the above named are authorized to sign all documents and cheques for the Association.
- 9.3 The Association's funds shall be set up in an account known as the 'General Fund'. Membership fees shall provide the revenue for this fund, which shall provide for the routine operating expenses of the Association.
- 9.4 The Executive shall prepare or cause to be prepared an operating budget for presentation to, and approval by, the Delegates at the Annual General Meeting.
- 9.5 The Secretary-Treasurer shall accurately record the accounts, revenue and expenditure and prepare the financial statements at the close of each fiscal year for review and verification by the Finance Committee.
- 9.6 The Executive shall appoint annually a professional accountant to verify the accuracy of the accounts, revenue and expenditure, and the financial statements and the Finance Committee will report the Association's finances during the Annual Meeting.
- 9.7 The Executive shall make recommendations to the Delegates at the Annual General Meeting with regard to Membership fees. Upon adoption of the required resolution, the Executive shall levy upon Members the annual Membership fees.
- 9.8 Changes to Membership fees shall be determined by resolution at an Annual General Meeting of the Association pursuant to Section 11 and shall remain fixed until such change is adopted by the Delegates.

## **PART 10                    ANNUAL MEETING RESOLUTIONS**

- 10.1            Notice of the 'Call for Resolutions' shall be sent to all Members in November of each year.
- 10.2            The President shall appoint a Resolution Committee. The Committee shall consist of three (3) members of the Executive. The Committee shall elect a Chair from amongst its members.
- 10.3            The role of the Resolution Committee is to examine, comment and make a recommendation on all resolutions submitted to the Annual General Meeting, after it has received comment back from UBCM.
- 10.4            Ordinary Resolutions
- (1)            Each resolution shall be prepared on a separate sheet of 8 1/2" by 11" paper under the name of the sponsoring Member and shall bear a short descriptive title;
- (2)            Each resolution shall be endorsed by the sponsoring Member.
- (3)            All resolutions of the Association shall be deemed to be of a local (regional) nature unless specifically indicated by the sponsor that the resolution is to be handled at the Provincial Government level.
- 10.5            Late and Special Resolutions
- (i) Resolutions that are not received in accordance with the deadline outlined in 10.7 below shall be categorized as follows;
- (a) Late Resolution
- (b) Special Resolution
- (ii) A Late Resolution shall be held over until the next Annual General Meeting
- (iii) A Special Resolution shall be determined by the Resolutions Committee, as being any resolution pertaining to a new issue that has arisen between the deadline outlined in 10.7 below and the Annual General Meeting.
- (iv) A Special Resolution requires a two thirds vote in support of consideration prior to being introduced onto the floor of the Annual General Meeting, and may only be introduced after all Ordinary Resolutions have been considered or if two thirds of the Delegates present determine to hear the resolution immediately.
- 10.6            The Executive will cause the resolutions to be printed and circulated to Members by way of the Delegate packages.

- 10.7 All resolutions, along with supportive, background information, shall be sent to the Secretary-Treasurer sixty (60) days prior to the date of the Annual General Meeting.
- 10.8 The Chair of the Resolution Committee will call for discussions from the floor.
- 10.9 Any amendment and any motion to withdraw any resolution from consideration of the meeting must be moved and seconded from the floor.
- 10.10 Voting on resolutions shall be by show of voting cards or electronic voting equipment. The resolution shall pass based upon a majority vote of the voting Delegates.
- 10.11 Any resolution that has been voted on cannot be brought to the floor again until the following Annual General Meeting.
- 10.12 Any Member may submit a resolution direct to the Union of BC Municipalities without need of endorsement of the Association.
- 10.13 The host Member shall have equipment available to reproduce copies of any Special Resolutions in the event that the sponsor has not been able to supply sufficient copies for the Delegates. The sponsor of the resolution will be responsible to cover any photocopying costs.
- 10.14 Resolutions for the amendment of the Constitution and Bylaws or any other purpose, shall in the first instance, be referred to the Resolution Committee to report thereon to the Annual General Meeting, unless a two-thirds vote of those Delegates present dispense with the rule.
- 10.15 At the Annual General Meeting, Delegates will prioritize resolutions by means of an equitable voting process that identifies those deemed highest priority by the Association. Resolutions endorsed but not identified as high priority will also be submitted to the Union of BC Municipalities by the Association (see 10.12).

## **PART 11 AMENDMENTS TO CONSTITUTION AND BYLAWS**

- 11.1 Where amendments are proposed to the Constitution and Bylaws, the following procedures shall apply:
- (1) All proposed amendments will be submitted to the Secretary-Treasurer who will present them to the Executive Committee;
  - (2) The proposed amendments after review by the Executive Committee shall be submitted to the Association at its Annual General Meeting;

- (3) The Secretary-Treasurer shall provide not less than sixty (60) day notice to the Members of the Association of the proposed amendments to the Constitution and Bylaws; and
- (4) Amendment to the Constitution and Bylaws will be decided by an affirmative vote of not less than three-fifths of the Delegates who vote on such amendment resolution.

#### 11.2 Policies and Rules

- (1) The Association may from time to time adopt policies or implement rules which will become binding on the Members and Representatives. These policies and rules will have the same force and effect as if they had been included in and are part of the Constitution and Bylaws.
- (2) The Secretary-Treasurer shall maintain a Policy Manual which will include the policies adopted or the rules implemented by the Association. The Policy Manual shall be open to review by all Members and Representatives of the Association.

### **PART 12 RULES OF PROCEDURE**

- 12.1 The most recent edition of Roberts Rules of Order shall be the applicable rules of procedure at all meetings of the Association.