

PARCS BYLAWS

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With amendments from 2017 convention

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PARCS BYLAWS 2017

THE PURPOSE OF THE ASSOCIATION

The purpose of the Association is to promote the interest of resort communities in Saskatchewan, and without affecting the generality of the foregoing:

- i. to provide a medium for resort members to come together to exchange information and views concerning resort communities,
- ii. to consider and, if deemed advisable, take action on matters relating to resort communities,
- iii. to render assistance to members on matters affecting them,
- iv. to represent the membership with organizations and associations in Saskatchewan, and elsewhere, and
- v. to promote the development of resort community organizations in Saskatchewan and across Canada.

TITLE

These bylaws may be cited as the Bylaws of the Provincial Association of Resort Communities of Saskatchewan, incorporated, 1994 under the Non Profit Corporations Act of Saskatchewan.

BYLAW NO. 1 - INTERPRETATION

In these bylaws, unless the context otherwise requires:

- A. "P.A.R.C.S." means the Provincial Association of Resort Communities of Saskatchewan. (PARCS)
- B. "Region" means a group of resort communities within a specified geographic area.
- C. "Delegate" or "convention delegate" means a person appointed by an organization under the provisions of Bylaw No. 8.
- D. "Board" means the executive, and the regional directors.
- E. "Resort community" means a community generally located in a lake district or lakeshore area where residency is often based on seasonal or recreational use and where dwellings often represent a 'secondary' as opposed to 'principal' residence
- F. "Association" means PARCS.
- G. "Properties" means assessable properties with improvements within a jurisdiction.

BYLAW NO. 2 - MEMBERSHIP

- A. There shall be three classes of membership:
1. **ACTIVE MEMBER COMMUNITIES OR GROUPS** are entitled to all the privileges of membership including the right to vote and hold office on the board of directors, plus the right to attend conventions or workshops at active member rates. They are members that directly represent resort property owners including but not limited to:
 - i. Councils of resort villages, ⁱ
 - ii. Councils of urban municipalities that are cottage communities, ⁱⁱ
 - iii. Elected executive of cottage owners' associations, ⁱⁱⁱ
 - iv. Councils of those rural municipalities directly representing one or more *unorganized* hamlets or cottage subdivisions, ^{iv}
 - v. Elected boards of *organized* hamlet cottage communities, ^v
 2. **ASSOCIATE MEMBER COMMUNITIES OR GROUPS** are offered the opportunity to pay a lesser membership fee. Although they have the right to attend conventions or workshops at active member rates¹, associate members DO NOT HAVE THE RIGHT TO VOTE at the annual meeting. Associate members might include, but not be limited to:
 - i. A recreational group, ^{vi}
 - ii. A commercial group, ^{vii}
 - iii. A rural municipality with only a few cottages but desiring to keep abreast on cottage issues.
 3. FRIENDS OF PARCS refers to **INDIVIDUALS** who purchase memberships in support of PARCS, based on a fee structure determined by the Board of Directors. Although they have the right to attend conventions or workshops at active member rates², associate members DO NOT HAVE THE RIGHT TO VOTE at the annual meeting. Friends of PARCS individual member might include, but not be limited to:
 - i. A former PARCS director or staff member interested in returning to be active with the PARCS association,
 - ii. A current or retired staff member from a cottage community,
 - iii. An individual interested in environmental or other causes in which PARCS is involved.

¹ Deleted at 2017 annual meeting, from both A(2) and A(3): “**and although they have the right to hold office on the board of directors,**

² Same as above.

- B. A resort community or group representing a resort community shall become a member of PARCS upon payment of the annual membership fee and remain a member until the expiration of that fiscal year or the issuance of invoices for the new membership year, whichever occurs latest.
- C. Annual membership fees shall be set from time to time by the Board of Directors and shall be determined by the number of occupied residential resort properties within the jurisdiction.
- D. Upon termination of membership for cause or otherwise, a member is not entitled to any refund of membership fees paid.

BYLAW NO. 3 - THE BOARD OF DIRECTORS

- A. The Board of Directors shall consist of:
 - 1. The Executive comprised of:
 - i. The President,
 - ii. The First Vice-President,
 - iii. The Second Vice-President,
 - iv. The immediate Past President who shall serve for a minimum of 1 year and a maximum of 2 years following a change in Presidency of the organization. ^{viii}
 - 2. A Regional Director from each of the four regions defined in Bylaw No. 6.
- B. All members of the board shall have the right to vote at board meetings.
- C. Election and term of the Board:
 - 1. The President and the two Vice Presidents shall be elected by a majority of the votes cast at the annual general meeting of the Association, and any paid-up members shall be eligible for election.
 - 2. The Regional Directors shall be elected at regional meetings held pursuant to Bylaw No. 6 prior to the election of the officers mentioned in C.1 above.
 - 3. Each director is elected for the period of the next fiscal year.
- D. Vacancies on the Board:
 - 1. If a board member ceases to be a delegate during his/her term of office, the member may, at the discretion of the Executive, continue to serve as a board member until replaced at the following annual meeting.
 - 2. Should the position of President become vacant it shall be filled in accordance with Bylaw No. 4.
 - 3. If the vacant position be that of the First Vice-President, it shall be filled by the Second Vice-President.

4. If the vacant position be that of the Second Vice-President it shall remain vacant until the next annual general meeting.
 5. If the vacant position be that of a regional director, it shall be filled by appointment by the Board of Directors who shall make every effort to fill the position from within the Region.
- E. Subject to any special directives from the association expressed at the annual meeting, the Board shall:
1. Conduct the affairs of the association,
 2. Exercise such powers as it may deem necessary for the promotion and attainment of the purposes and objectives of the association, and
 3. Have the power to pay reasonable per diem, travel and incidental expense allowance to its members, officers and appointees for the conduct of the association business as authorized by the Board.
- F. A minimum of three (3) Board members shall be required to form a quorum for the transaction of business. Except where otherwise stated, questions shall be decided by a simple majority. Each member of the Board (including the chair) is expected either to vote or to declare his/her abstention from the vote. In the case of a tie vote, the question shall be decided in the negative.
- G. Meetings of the board shall be called by the President upon seven days' notice in writing to all members giving the date, time and place of the meeting. Meetings and meeting notices may be dealt with via electronic means and the same provisions shall apply as if the meeting were held using traditional means. When it is not possible to give seven days' notice for a meeting of the Board, such notice may be waived by consent subscribed to by each member and recorded in the minutes of the meeting.
- H. Special meetings of the Board shall be called at the written request of any three members where such request is directed to the President and states the business to be dealt with at such special meeting.

BYLAW NO. 4 - DUTIES OF THE PRESIDENT

- A. The President shall preside at all meetings of the board, shall open all conventions or general meetings of the association, and shall preside until such meeting elects or appoints a chair. In the absence or inability of the President, the President's place shall be taken by the First Vice-President (or by the Second Vice-President in the absence of the First Vice-President).
- B. In the event of the office of President becoming vacant, the same shall be filled by the First Vice-President, who shall thereupon become and be the President of the association until the President's successor is chosen at the next annual meeting. The Second Vice-President shall thereupon become and be the First Vice-President of the association until a successor is chosen at the next annual meeting.
- C. The President is a member of all committees.
- D. The President shall submit or cause to be submitted to each annual meeting of the association the report of the Board as to financial standing and general business of the association.
- E. The President shall, in consultation with the Board, following the annual meeting of the association, appoint persons to standing committees, in accordance with association policy, for the proper division of the work and conduct of the business of the association.
- F. The President may appoint persons to such special committees as may from time to time be deemed advisable in the interest of the association and shall prescribe their duties and functions.
- G. When deemed necessary, the President will establish a special committee to review the bylaws of the Association.

BYLAW NO. 5 - ASSOCIATION STAFF

The Board shall employ or dismiss staff as it deems necessary for the satisfactory operation of the association. Such decision would require a 2/3 majority vote of the Board to carry the question.

BYLAW NO. 6 - REGIONS

- A. For the purpose of the association, the province of Saskatchewan shall be divided into a minimum of four regions. The Board shall define the boundaries of each region, and make such alterations in those boundaries as it may from time to time consider desirable.
- B. An annual regional meeting shall be for each held for each region. Each region shall elect a Regional Director at its annual regional meeting. The annual general meeting for the region can be held in four separate venues during the annual general meeting or can be decentralized and held in the regions, as per the wishes of the Board.
- C. The Regional Director shall preside at all regional meetings. In the absence or inability of the Regional Director to preside, the Board shall appoint a chair.
- D. Additional regional meetings may be held for the region, at the call of Regional Director who shall fix the dates and places and make the necessary program arrangements for such meetings.
- E. The duties of the Regional Director shall be as follows:
 - 1. To assist the Board in arranging the annual regional meeting, and to call and make the necessary arrangements for such additional regional meetings as the Board deems desirable.
 - 2. To generally assist the Board in the conduct of its activities.
 - 3. To provide leadership for the region's members.
- E. When a Region is short a Director on the Board of Directors of PARCS the Board may appoint a Director for the Region. Every effort will be made to appoint the new Director from within the Region.

BYLAW NO. 7 – ANNUAL GENERAL MEETINGS

- A. A general meeting of the association shall be held annually at the call of the President.
- B. The annual general meeting may be part of a convention or it may be a stand-alone event.
- C. Special general meetings may be called upon written notice to all members of the association specifying the reason for the call.
- D. Only paid-up active PARCS members in attendance at the time a vote is taken shall be entitled to vote at annual general meetings. Absentee voting shall not be allowed. Voting Delegates shall be determined in accordance with Bylaw 8C.
- E. Voting at annual general meetings shall be by show of hands by the voting delegates present, except in the following instance when voting shall be by secret ballot:
 - 1. For the election of officers,
 - 2. On any other item of business when called for by any ten active members prior to taking a vote by another method,
 - 3. At the discretion of the chairman when a vote by show of hands is inconclusive.
- F. There shall be a Committee on Voting at Annual General Meetings with responsibility:
 - 1. To conduct the election of association officers,
 - 2. To collect and count the ballots in all ballot voting,
 - 3. To announce the results of each ballot vote and the number of votes cast for and against each question,
 - 4. To protect the confidentiality of such results until they have been announced officially.
- G. The immediate Past President (or in the event of that person being unable or unwilling to perform this duty, an appointee of the executive) shall be the chairperson of the Committee on Voting.
- H. In the election of the association executive, each candidate shall be permitted to name an agent to observe the counting of the ballots.
- I. Nominations for the offices of President, first Vice-President and Second-Vice President shall be made no later than 10:00 am on the day of the election **with elections to follow**.
- J. Notwithstanding Section I:

- An unsuccessful nominee for the position of President may be nominated at any time prior to the election of the First Vice-President, and
- An unsuccessful nominee for the position of First Vice-President may be nominated at any time prior to the election of the Second Vice-President

BYLAW NO. 8 – DELEGATES TO THE ANNUAL GENERAL MEETING

- A. The official delegates at the annual general meeting shall be those individuals who are in good standing with the Association, whose membership fees have been paid for the current fiscal year.
- B. Should the annual general meeting occur as part of a convention, non-voting delegates and visitors may register for the convention upon payment of a fee determined by the Board. Non-voting delegates may participate in convention discussions but may not move nor second resolutions or vote on resolutions. Participation by visitors will be at the discretion of the chair.

BYLAW NO. 9 – ANNUAL GENERAL MEETING RESOLUTIONS

- A. Following each annual general meeting, a resolutions committee of at least three members shall be appointed by the board. Their term of office will extend to the conclusion of the next year's annual general meeting.
- B. Every resolution shall be in writing, and shall be accompanied by a statement to the effect that it has been adopted by an active member community or group or by the Board.
- C. All resolutions, received by the Board no later than one week prior to annual general meeting shall be referred to the resolutions committee, which shall examine them, edit them (in consultation with the sponsor), and present them to the convention.
- D. Notwithstanding the above, a voting delegate may introduce an emergent resolution from the floor of the convention providing that a copy is distributed to the voting members present. Said resolution will require a 2/3 majority of the votes cast for approval.

BYLAW NO. 10 - AMENDMENTS TO BYLAWS

- A. These bylaws may be amended, added to, or repealed at any annual general meeting of the association provided notice in writing of the intended change is distributed by the executive to the membership at least three weeks prior to convention.
- B. Voting on the proposed change shall take place at the annual general meeting and shall be by a show of hands unless otherwise directed.
- C. A vote of not less than two-thirds of the votes cast shall be required to approve any change to these bylaws.
- D. Any amendment, addition or repeal of a bylaw shall become effective at the close of the convention.

BYLAW NO. 11 - FINANCIAL AFFAIRS

- A. The fiscal year of the association shall be January 1 to December 31 of each year and each annual convention shall appoint a certified independent accountant to conduct an independent review of the financial accounts for the upcoming fiscal year.
- B. The Directors shall cause to be kept proper records and accounts of all transactions of the association.
- C. Each year, on or before the commencement of the new fiscal year, a budget setting forth details of the estimated revenues and expenditures of the association for the ensuing fiscal year shall be prepared by the Board of Directors.
- D. The Board of Directors shall:
 - 1. At every annual meeting place before the members:
 - (a) The financial statement for the fiscal year end,
 - (b) The financial review,
 - (c) Any further information respecting the financial affairs of the association.
 - 2. Approve the financial statements and shall evidence their approval by the signature of one or more Directors.
 - 3. Assign the signing authority to the President, Member Services Coordinator and one Director appointed by the Board, with two of the three signatories required to transact financial business of the association.

4. Ensure that all funds of the association are deposited in one or more accounts in the name of the association at a chartered bank or credit union designated by the directors.
5. Ensure that all cheques, promissory note, bills of exchange or other negotiable instruments are executed in the name of the association and signed in accordance with resolutions passed by the directors for that purpose.

BYLAW NO. 12 - LIQUIDIATION AND DISSOLUTION

- A. The remaining property of the association shall, in the course of liquidation and dissolution, be distributed in accordance with the wishes of the Board of Directors.
- B. These bylaws provide that the remaining property of the association shall, in the course of liquidation and dissolution, be transferred to other non-profit organizations selected by the Board of Directors.

ADDENDUM

While the following explanatory notes are NOT part of the bylaws, they are included for the purpose of providing clarification for the first-time reader.

- i Example: RV of Candle Lake
- ii Example: Town of Regina Beach
- iii Example: Property Owners of Wakaw Lake
- iv It should be further noted that: Cottage owners in *organized* hamlets are represented by their elected organized hamlet board; cottage owners in *unorganized* hamlets are represented by their RM council.
- v Example: OH of Burgis Beach
- vi Example: A hiking association
- vii Examples: A commercial outlet for sale of docks, a builder of pre-fab cottages.
- viii NOTE: Should the President be elected for a second term, the immediate Past-President may choose to remain for a second term. Should the President be elected for a third or subsequent term, the Board of Directors shall revert to only 7 members, in the absence of the immediate Past President.